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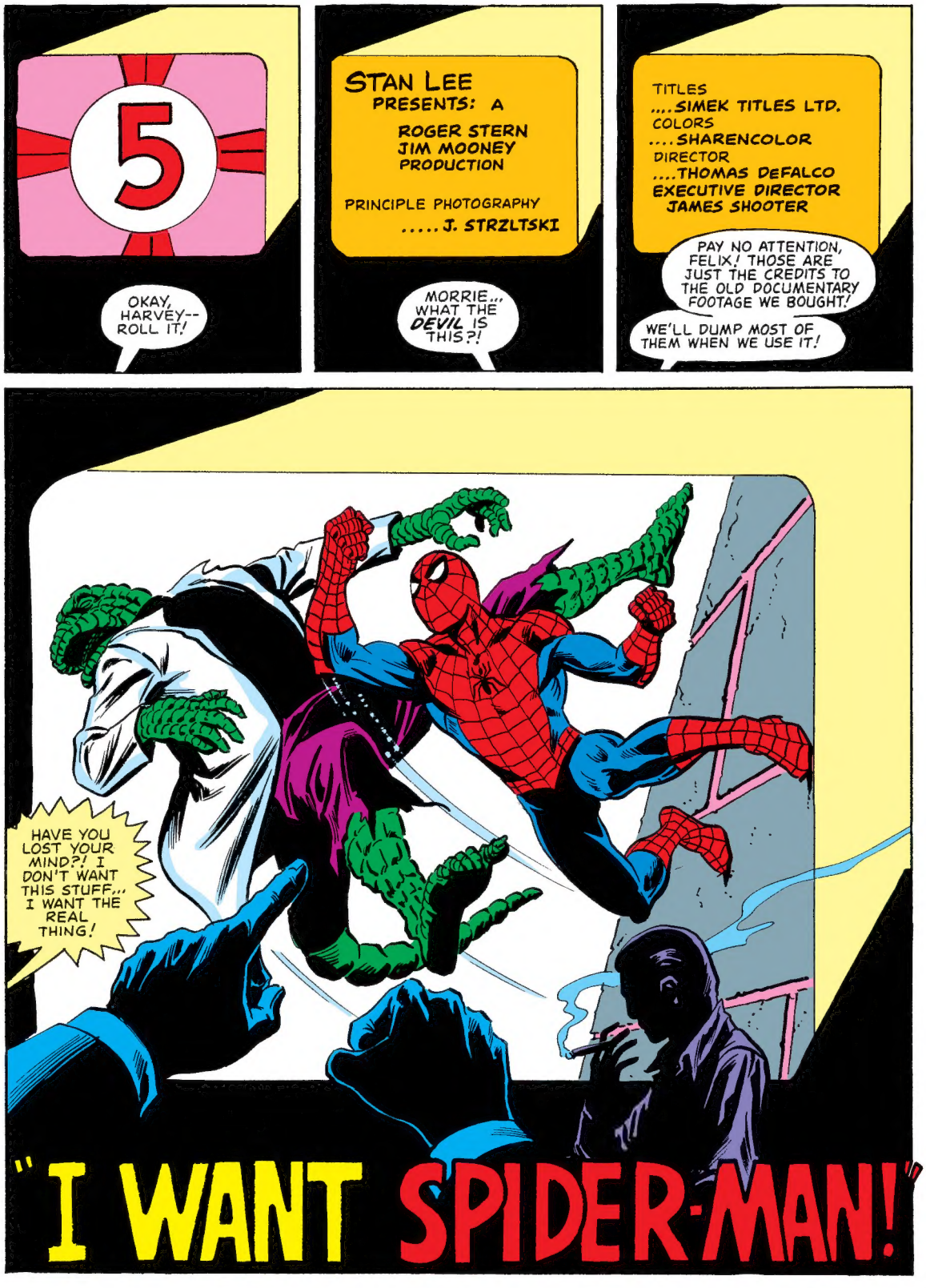

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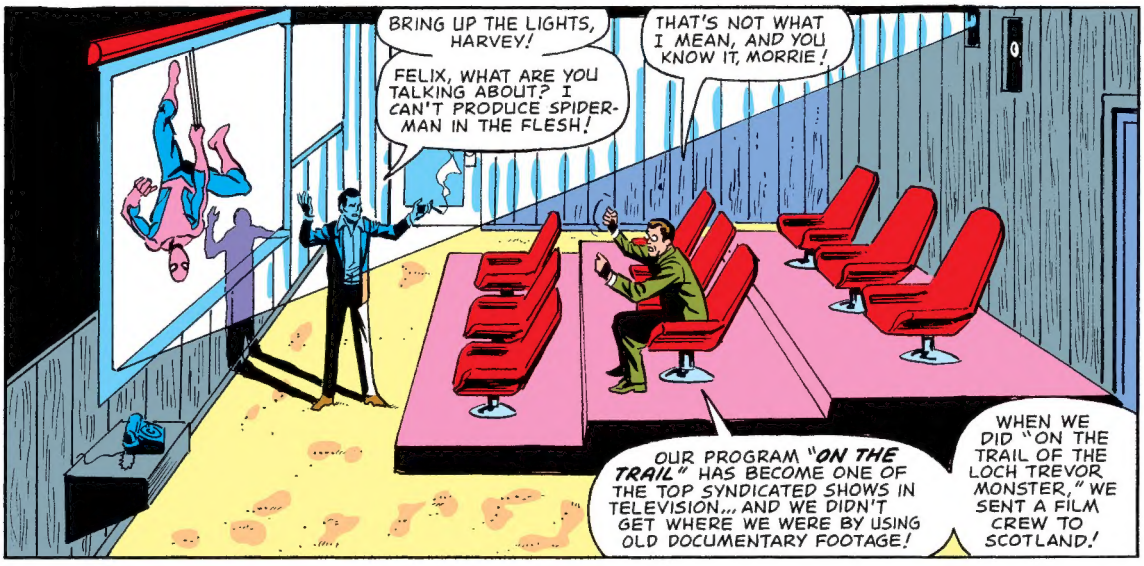
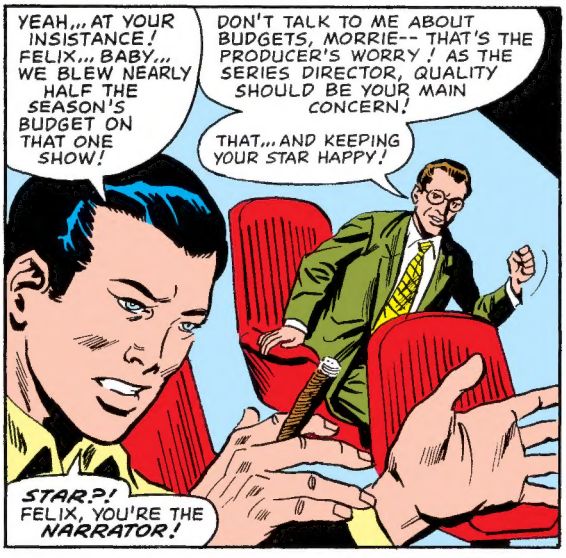
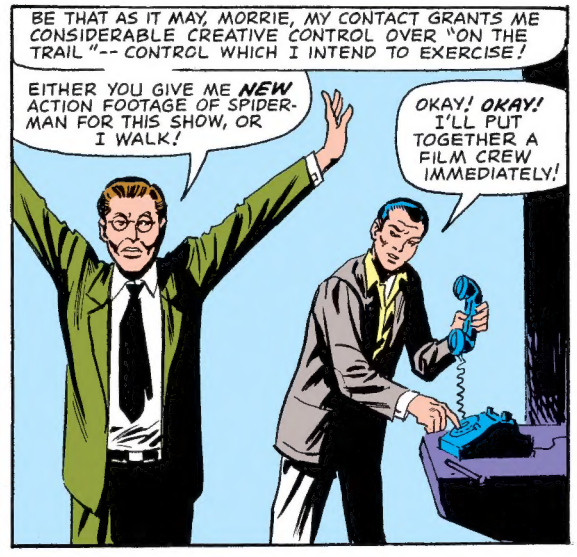
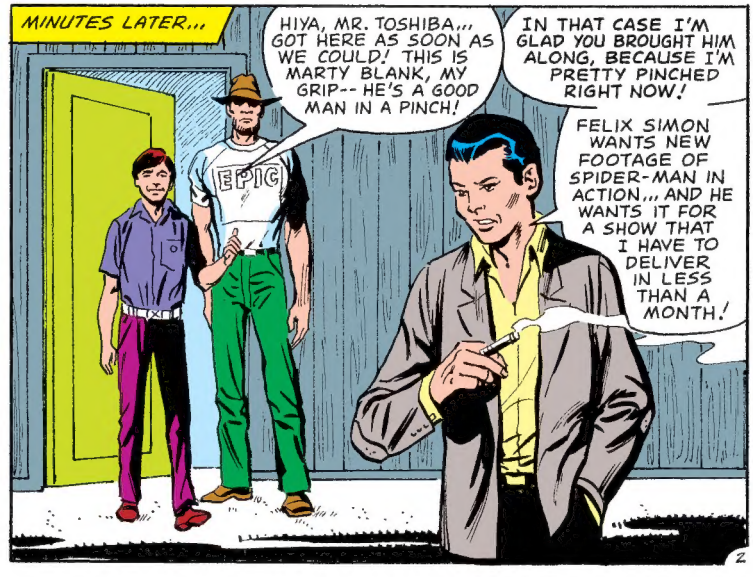

BRING UP THE LIGHTS, HARVEY!
FELIX, WHAT ARE YOU TALKING ABOUT? I CAN'T PRODUCE SPIDER-MAN IN THE FLESH!
THAT'S NOT WHAT I MEAN, AND YOU KNOW IT, MORRIE!
OUR PROGRAM "ON THE TRAIL" HAS BECOME ONE OF THE TOP SYNDICATED SHOWS IN TELEVISION... AND WE DIDN'T GET WHERE WE WERE BY USING OLD DOCUMENTARY FOOTAGE!
WHEN WE DID "ON THE TRAIL OF THE LOCH TREVOR MONSTER," WE SENT A FILM CREW TO SCOTLAND!

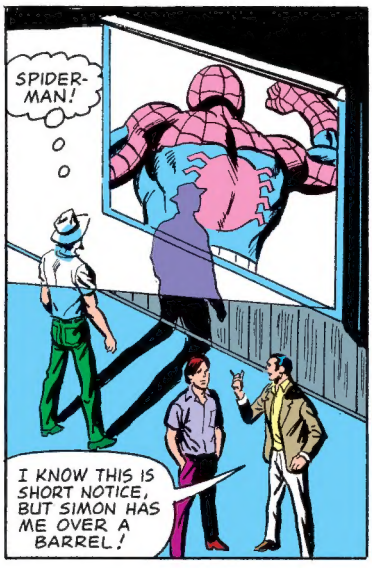

YEAH... AT YOUR INSISTANCE! FELIX... BABY... WE BLEW NEARLY HALF THE SEASON'S BUDGET ON THAT ONE SHOW!
DON'T TALK TO ME ABOUT BUDGETS, MORRIE-- THAT'S THE PRODUCER'S WORRY! AS THE SERIES DIRECTOR, QUALITY SHOULD BE YOUR MAIN CONCERN!
THAT... AND KEEPING YOUR STAR HAPPY!
STAR?! FELIX, YOU'RE THE NARRATOR!


BE THAT AS IT MAY, MORRIE, MY CONTACT GRANTS ME CONSIDERABLE CREATIVE CONTROL OVER "ON THE TRAIL"-- CONTROL WHICH I INTEND TO EXERCISE!
EITHER YOU GIVE ME NEW ACTION FOOTAGE OF SPIDER-MAN FOR THIS SHOW, OR I WALK!
OKAY! OKAY! I'LL PUT TOGETHER A FILM CREW IMMEDIATELY!

THAT'S WHAT I WANT TO HEAR! I DON'T HAVE TO DO THIS FOR A LIVING, YOU KNOW!
DELAZNY STUDIOS IS TALKING ABOUT REVIVING MY OLD SERIES, "THE STAR LORDS" AS A MOTION PICTURE!
EXIT
OH, BROTHER!
JACK! GET OVER TO THE SCREENING ROOM RIGHT AWAY! I'VE GOT A JOB FOR YOU!


MINUTES LATER...
HIYA, MR. TOSHIBA... GOT HERE AS SOON AS WE COULD! THIS IS MARTY BLANK, MY GRIP-- HE'S A GOOD MAN IN A PINCH!
IN THAT CASE I'M GLAD YOU BROUGHT HIM ALONG, BECAUSE I'M PRETTY PINCHED RIGHT NOW!
FELIX SIMON WANTS NEW FOOTAGE OF SPIDER-MAN IN ACTION... AND HE WANTS IT FOR A SHOW THAT I HAVE TO DELIVER IN LESS THAN A MONTH!
EPIC

SPIDER-MAN?
HEH-HEH! YOU'RE A GREAT KIDDER, MR. T.
UH...YOU ARE KIDDING, RIGHT?
EPIC
I'M AFRAID NOT, JACK!

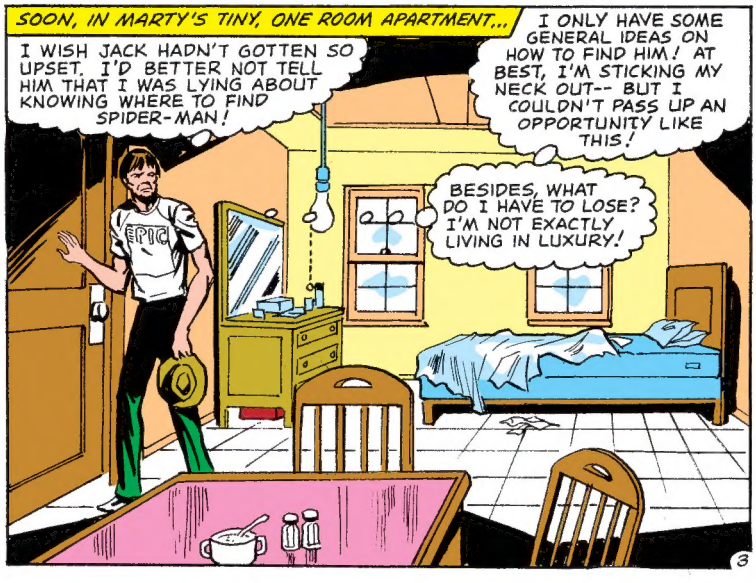

SPIDER-MAN!
I KNOW THIS IS SHORT NOTICE, BUT SIMON HAS ME OVER A BARREL!

TELL YOU WHAT, IF YOU CAN GET ME FOOTAGE IN LESS THAN A WEEK, I'LL PAY YOU BOTH DOUBLE RATES!
IT'S BEEN SO LONG I'D ALMOST FORGOTTEN!
LESS THAN A WEEK? NO WAY, MR T!

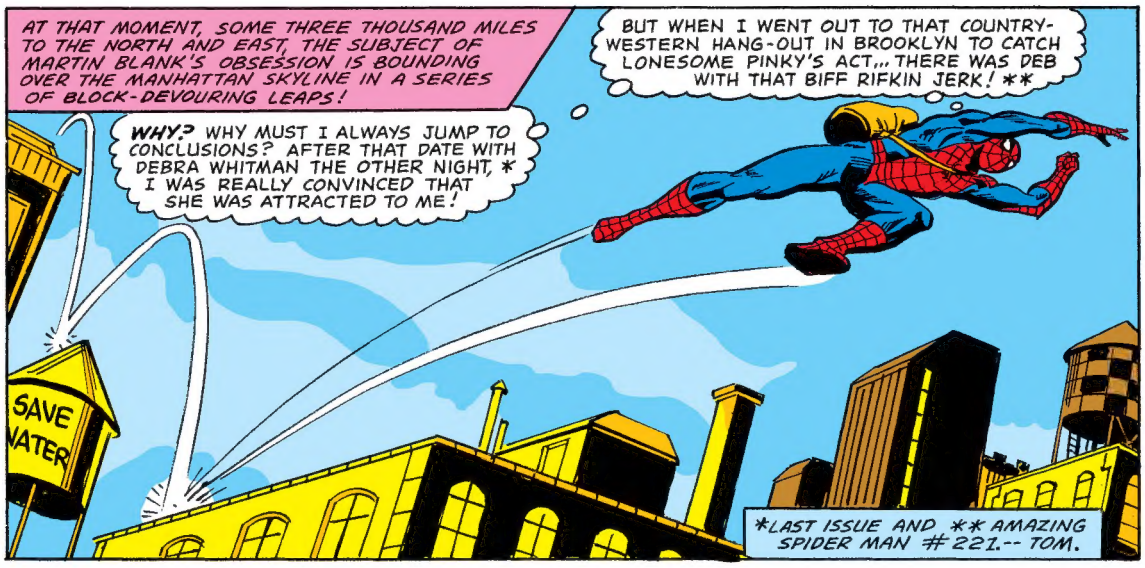
I MEAN, HOW ARE WE EVEN SUPPOSED TO FIND SPIDER-MAN? IT'S JUST NOT WORTH THE HASSLE INVOLVED!
NO-- NO, JACK! WE CAN DO IT!
WE CAN GET GOOD SPIDER-MAN FOOTAGE --I GUARANTEE IT!
WHA--?
EPIC
MARTY, WHAT ARE YOU TALKING ABOUT?

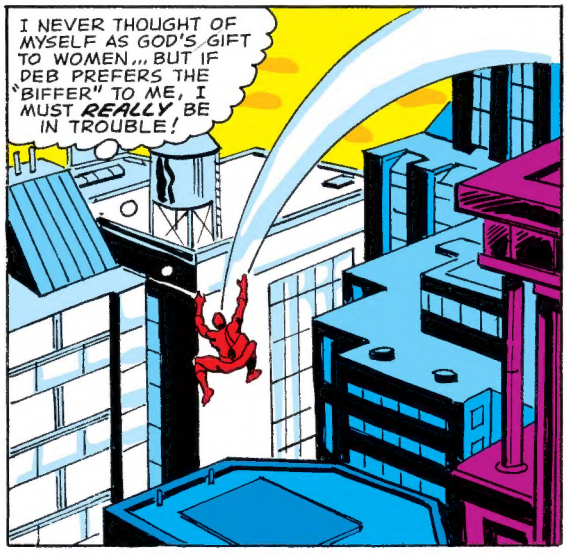
I USED TO HANG OUT IN NEW YORK! I KNOW WHERE TO FIND SPIDER-MAN! I CAN GET YOU ALL THE FOOTAGE YOU WANT!
OKAY, MARTY, COOL IT!
I...UH...GUESS WE'LL TAKE THE ASSIGNMENT, MR. TOSHIBA!

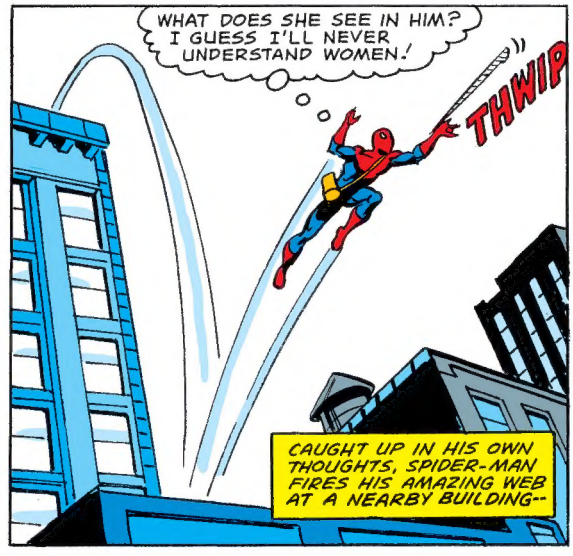
SHORTLY...
I'M SORRY I SPOKE OUT OF TURN, JACK! BUT, GEE, WHY ARE YOU SO UPSET?
WARK
UDIOS
'CAUSE I HATE NEW YORK! MY EX-WIFE LIVES THERE AND... OH, SKIP IT! JUST GO HOME AND PACK! OKAY?

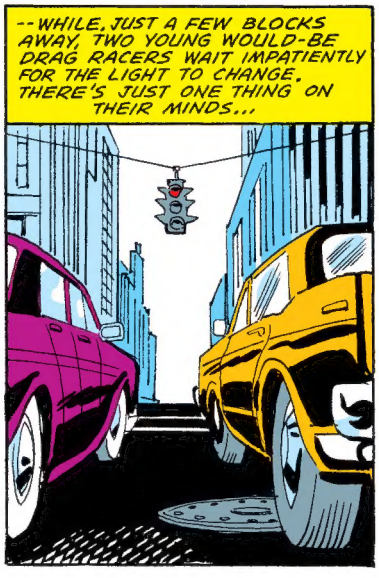

SOON, IN MARTY'S TINY, ONE ROOM APARTMENT...
I WISH JACK HADN'T GOTTEN SO UPSET. I'D BETTER NOT TELL HIM THAT I WAS LYING ABOUT KNOWING WHERE TO FIND SPIDER-MAN!
I ONLY HAVE SOME GENERAL IDEAS ON HOW TO FIND HIM! AT BEST, I'M STICKING MY NECK OUT-- BUT I COULDN'T PASS UP AN OPPORTUNITY LIKE THIS!
BESIDES, WHAT DO I HAVE TO LOSE? I'M NOT EXACTLY LIVING IN LUXURY!
EPIC

IF I CAN PULL THIS OFF--GET THOSE DOUBLE RATES--MAYBE I CAN START TO AFFORD A LITTLE LUXURY!
BUT THAT'S NOT THE IMPORTANT THING ABOUT THIS TRIP! THE ONLY THING THAT REALLY MATTERS IS SETTLING AN OLD SCORE... WITH SPIDER-MAN!
SPIDER-MAN! THAT BLASTED WALL-CRAWLER! HE'S EVERYTHING I'VE EVER WANTED TO BE!
PEOPLE SPEAK HIS NAME IN WHISPERS! THEY'RE AFRAID OF HIM, SURE! BUT I'D RATHER BE FEARED THAN... LAUGHED AT!
I NEVER WANT TO BE LAUGHED AT AGAIN!
KER
RAK
I COULD BE AS FEARED AS SPIDER-MAN-- I KNOW I COULD! I JUST NEVER GOT THE CHANCE TO PROVE MYSELF!
I'M PRACTICALLY AS FAST AND AGILE AS HE IS! I MAY NOT HAVE THE PROPORTIONATE STRENGTH OF A SPIDER--
--BUT I'M NO PUSH-OVER!
AH! THERE'S THE PACKAGE I'M LOOKING FOR!
YEAH, MY OLD SUIT IS AS GOOD AS NEW! THAT'S FINE! I'LL BE NEEDING IT, IF I CAN FIND SPIDER-MAN!
EPIC
NO, I MUSTN'T THINK THAT WAY! GOTTA THINK POSITIVE! I WILL FIND SPIDER-MAN... I MUST!
I MAY NEVER GET ANOTHER CHANCE LIKE THIS! I WANT SPIDER-MAN! I WANT HIM BAD!
4

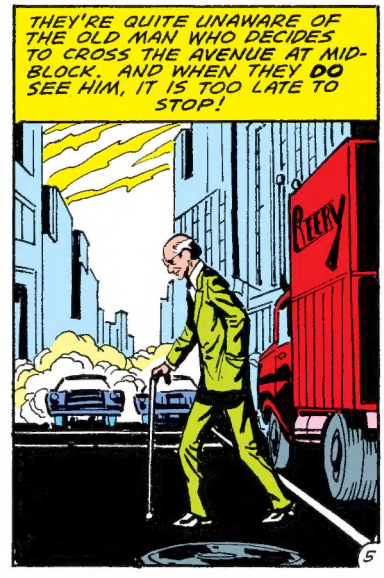

AT THAT MOMENT, SOME THREE THOUSAND MILES TO THE NORTH AND EAST, THE SUBJECT OF MARTIN BLANK'S OBSESSION IS BOUNDING OVER THE MANHATTAN SKYLINE IN A SERIES OF BLOCK-DEVOURING LEAPS!
WHY? WHY MUST I ALWAYS JUMP TO CONCLUSIONS? AFTER THAT DATE WITH DEBRA WHITMAN THE OTHER NIGHT, * I WAS REALLY CONVINCED THAT SHE WAS ATTRACTED TO ME!
BUT WHEN I WENT OUT TO THAT COUNTRY-WESTERN HANG-OUT IN BROOKLYN TO CATCH LONESOME PINKY'S ACT... THERE WAS DEB WITH THAT BIFF RIFKIN JERK! **
SAVE WATER
*LAST ISSUE AND ** AMAZING SPIDER MAN #221.-- TOM.

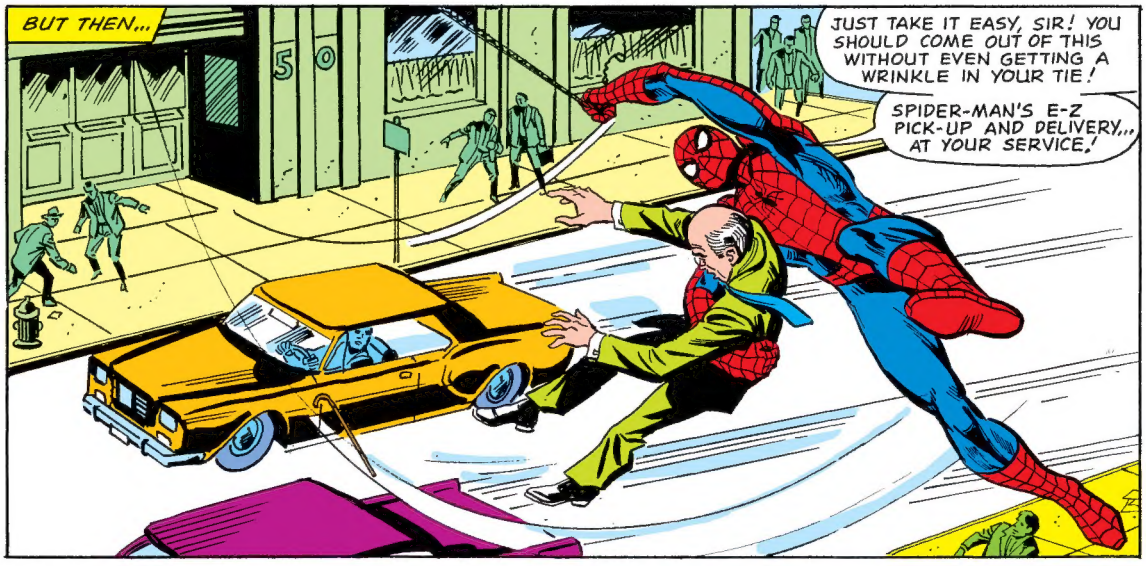

I NEVER THOUGHT OF MYSELF AS GOD'S GIFT TO WOMEN... BUT IF DEB PREFERS THE "BIFFER" TO ME, I MUST REALLY BE IN TROUBLE!

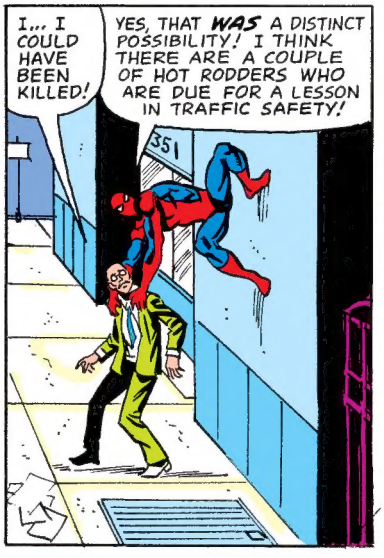

WHAT DOES SHE SEE IN HIM? I GUESS I'LL NEVER UNDERSTAND WOMEN!
THWIP
CAUGHT UP IN HIS OWN THOUGHTS, SPIDER-MAN FIRES HIS AMAZING WEB AT A NEARBY BUILDING--

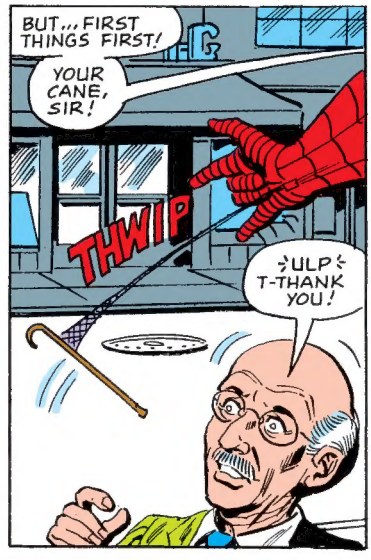

--WHILE, JUST A FEW BLOCKS AWAY, TWO YOUNG WOULD-BE DRAG RACERS WAIT IMPATIENTLY FOR THE LIGHT TO CHANGE. THERE'S JUST ONE THING ON THEIR MINDS...

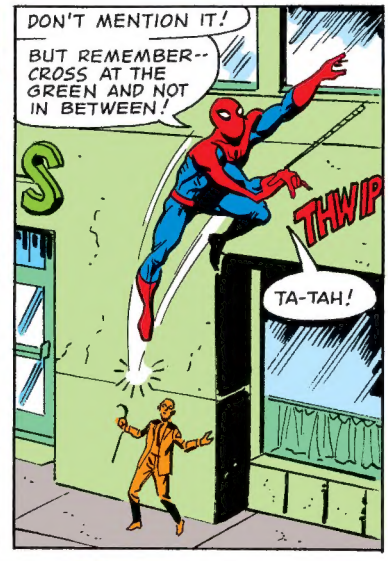
... BEATING OUT THE OTHER GUY!
SCREEE


THEY'RE QUITE UNAWARE OF THE OLD MAN WHO DECIDES TO CROSS THE AVENUE AT MID-BLOCK. AND WHEN THEY DO SEE HIM, IT IS TOO LATE TO STOP!
PEERY

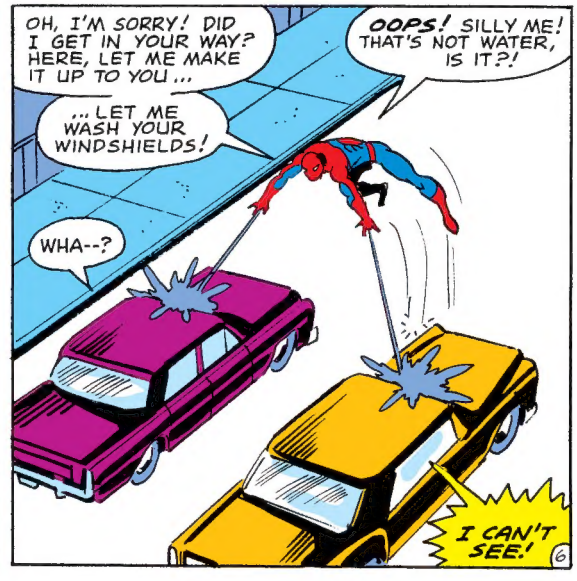

BUT THEN...
JUST TAKE IT EASY, SIR! YOU SHOULD COME OUT OF THIS WITHOUT EVEN GETTING A WRINKLE IN YOUR TIE!
SPIDER-MAN'S E-Z PICK-UP AND DELIVERY... AT YOUR SERVICE!

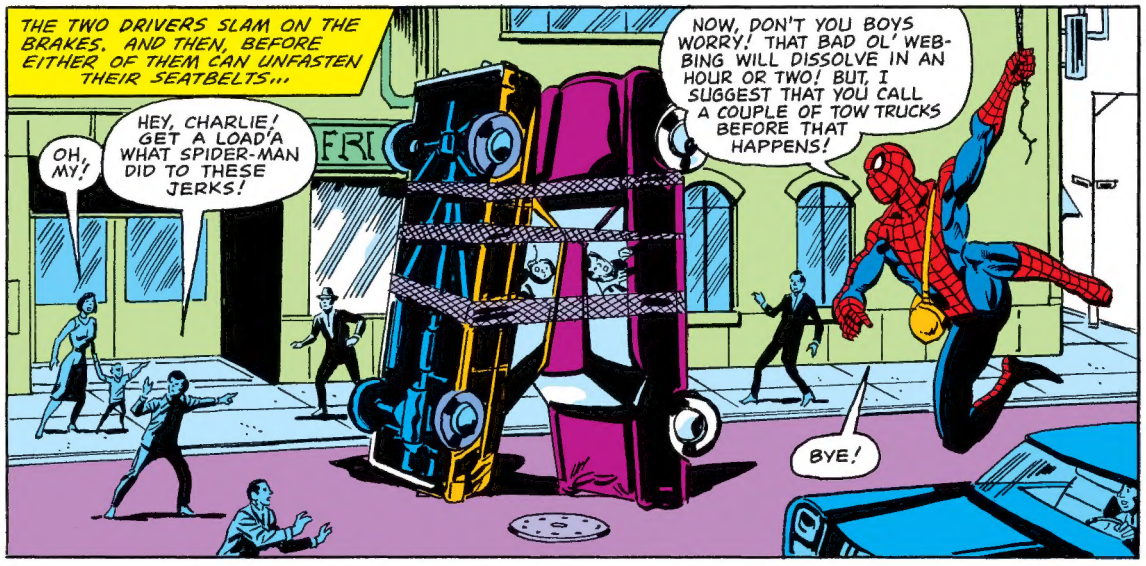

I... I COULD HAVE BEEN KILLED!
YES, THAT WAS A DISTINCT POSSIBILITY! I THINK THERE ARE A COUPLE OF HOT RODDERS WHO ARE DUE FOR A LESSON IN TRAFFIC SAFETY!


BUT... FIRST THINGS FIRST!
YOUR CANE, SIR!
THWIP
ULP! T-THANK YOU!

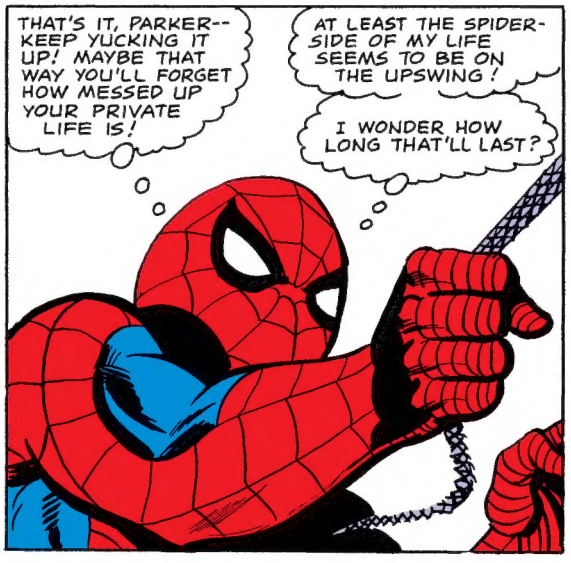

DON'T MENTION IT!
BUT REMEMBER-- CROSS AT THE GREEN AND NOT IN BETWEEN!
THWIP
TA-TAH!

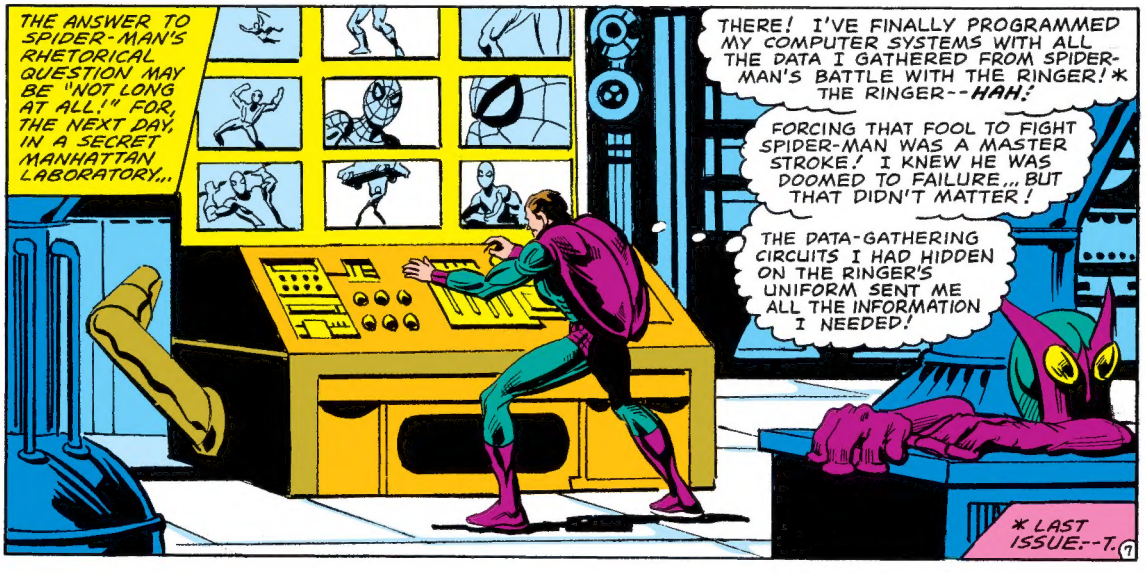
SECONDS LATER, THE TWO SPEEDING DRIVERS SUDDENLY FIND THEIR WAY BLOCKED BY A COLORFUL FIGURE...
HEY! GET OUTTA THE STREET!
HONK HONK

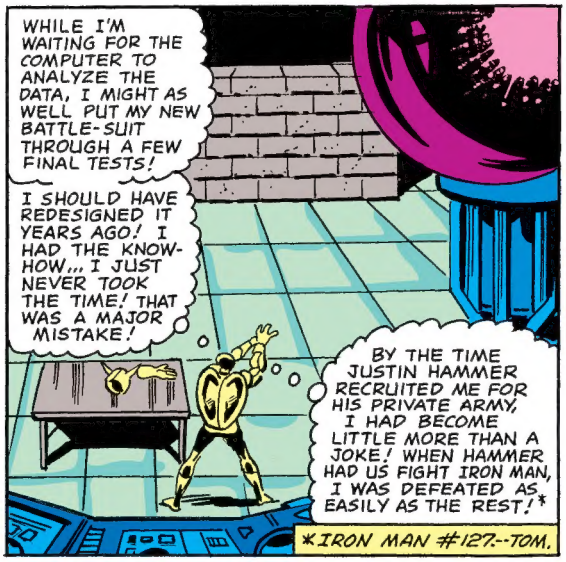

OH, I'M SORRY! DID I GET IN YOUR WAY? HERE, LET ME MAKE IT UP TO YOU...
OOPS! SILLY ME! THAT'S NOT WATER, IS IT?!
...LET ME WASH YOUR WINDSHIELDS!
WHA--?
I CAN'T SEE!

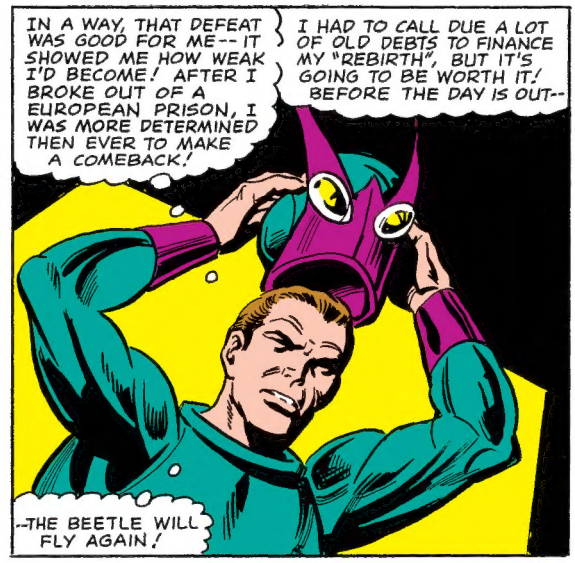

THE TWO DRIVERS SLAM ON THE BRAKES. AND THEN, BEFORE EITHER OF THEM CAN UNFASTEN THEIR SEATBELTS...
OH, MY!
HEY, CHARLIE! GET A LOAD'A WHAT SPIDER-MAN DID TO THESE JERKS!
NOW, DON'T YOU BOYS WORRY! THAT BAD OL' WEB-BING WILL DISSOLVE IN AN HOUR OR TWO! BUT, I SUGGEST THAT YOU CALL A COUPLE OF TOW TRUCKS BEFORE THAT HAPPENS!
BYE!

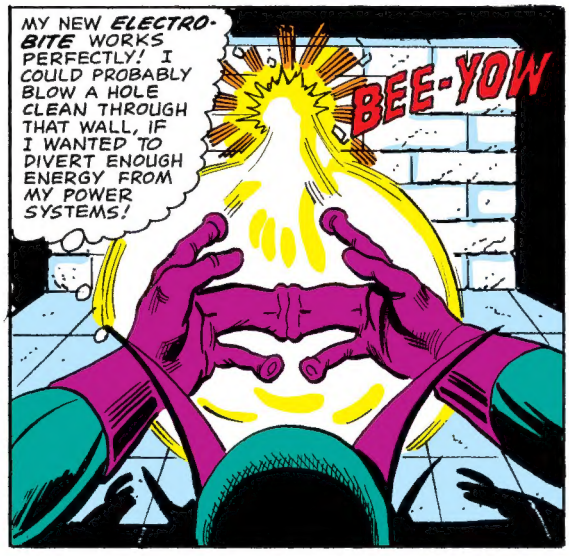
SO EXITS PETER PARKER, THE SPECTACULAR SPIDER-MAN... GUARDIAN OF THE MEEK, PROTECTOR OF THE PEDESTRIAN, AND SCOURGE OF THE RECKLESS DRIVER!
IF THIS KEEPS UP, MAYBE THEY'LL EVEN MAKE ME AN HONORARY METER MAID!
THWIP

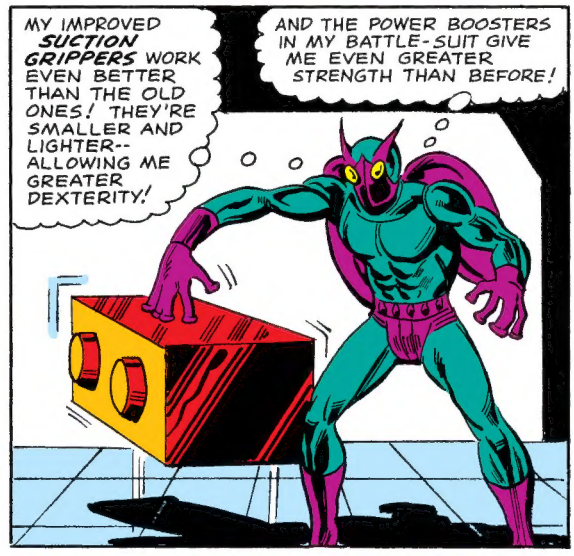

THAT'S IT, PARKER--KEEP YUCKING IT UP! MAYBE THAT WAY YOU'LL FORGET HOW MESSED UP YOUR PRIVATE LIFE IS!
AT LEAST THE SPIDER-SIDE OF MY LIFE SEEMS TO BE ON THE UPSWING!
I WONDER HOW LONG THAT'LL LAST?

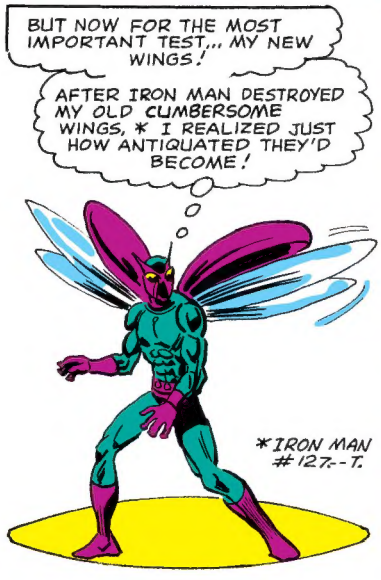

THE ANSWER TO SPIDER-MAN'S RHETORICAL QUESTION MAY BE "NOT LONG AT ALL!" FOR, THE NEXT DAY, IN A SECRET MANHATTAN LABORATORY...
THERE! I'VE FINALLY PROGRAMMED MY COMPUTER SYSTEMS WITH ALL THE DATA I GATHERED FROM SPIDER-MAN'S BATTLE WITH THE RINGER! * THE RINGER--HAH!
FORCING THAT FOOL TO FIGHT SPIDER-MAN WAS A MASTER STROKE! I KNEW HE WAS DOOMED TO FAILURE... BUT THAT DIDN'T MATTER!
THE DATA-GATHERING CIRCUITS I HAD HIDDEN ON THE RINGER'S UNIFORM SENT ME ALL THE INFORMATION I NEEDED!
* LAST ISSUE:--T.

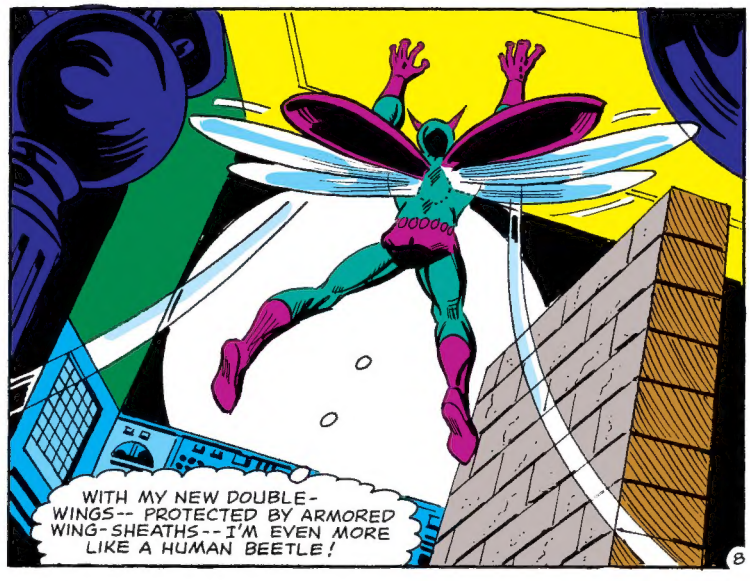

WHILE I'M WAITING FOR THE COMPUTER TO ANALYZE THE DATA, I MIGHT AS WELL PUT MY NEW BATTLE-SUIT THROUGH A FEW FINAL TESTS!
I SHOULD HAVE REDESIGNED IT YEARS AGO! I HAD THE KNOW-HOW... I JUST NEVER TOOK THE TIME! THAT WAS A MAJOR MISTAKE!
BY THE TIME JUSTIN HAMMER RECRUITED ME FOR HIS PRIVATE ARMY, I HAD BECOME LITTLE MORE THAN A JOKE! WHEN HAMMER HAD US FIGHT IRON MAN, I WAS DEFEATED AS EASILY AS THE REST!*
*IRON MAN #127.--TOM.

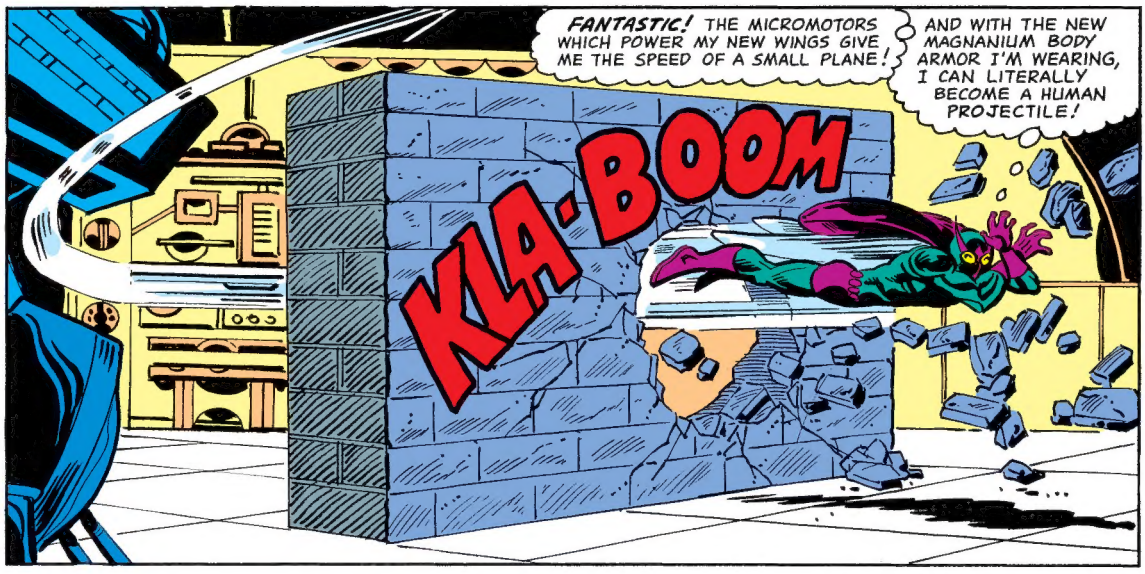

IN A WAY, THAT DEFEAT WAS GOOD FOR ME-- IT SHOWED ME HOW WEAK I'D BECOME! AFTER I BROKE OUT OF A EUROPEAN PRISON, I WAS MORE DETERMINED THEN EVER TO MAKE A COMEBACK!
I HAD TO CALL DUE A LOT OF OLD DEBTS TO FINANCE MY "REBIRTH", BUT IT'S GOING TO BE WORTH IT! BEFORE THE DAY IS OUT--
--THE BEETLE WILL FLY AGAIN!

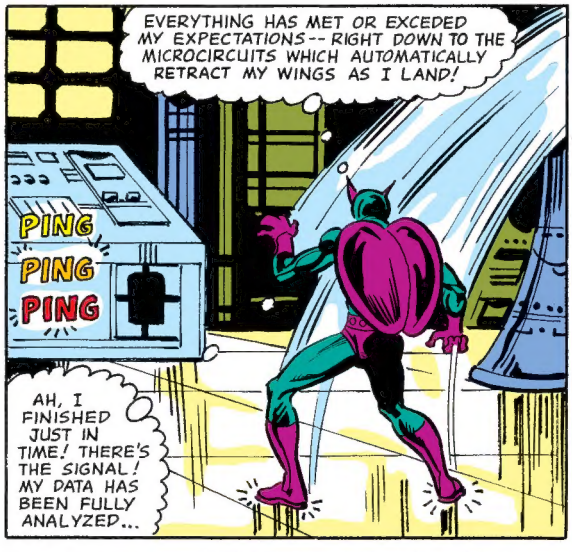

MY NEW ELECTRO-BITE WORKS PERFECTLY! I COULD PROBABLY BLOW A HOLE CLEAN THROUGH THAT WALL, IF I WANTED TO DIVERT ENOUGH ENERGY FROM MY POWER SYSTEMS!
BEE-YOW

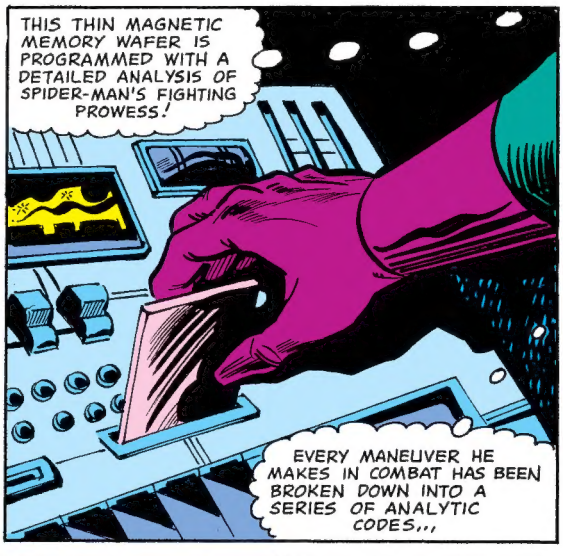

MY IMPROVED SUCTION GRIPPERS WORK EVEN BETTER THAN THE OLD ONES! THEY'RE SMALLER AND LIGHTER-- ALLOWING ME GREATER DEXTERITY!
AND THE POWER BOOSTERS IN MY BATTLE-SUIT GIVE ME EVEN GREATER STRENGTH THAN BEFORE!

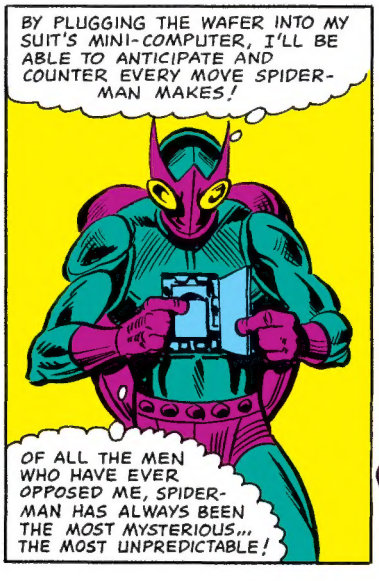

BUT NOW FOR THE MOST IMPORTANT TEST... MY NEW WINGS!
AFTER IRON MAN DESTROYED MY OLD CUMBERSOME WINGS, * I REALIZED JUST HOW ANTIQUATED THEY'D BECOME!
*IRON MAN #127.--T.


WITH MY NEW DOUBLE-WINGS-- PROTECTED BY ARMORED WING-SHEATHS--I'M EVEN MORE LIKE A HUMAN BEETLE!

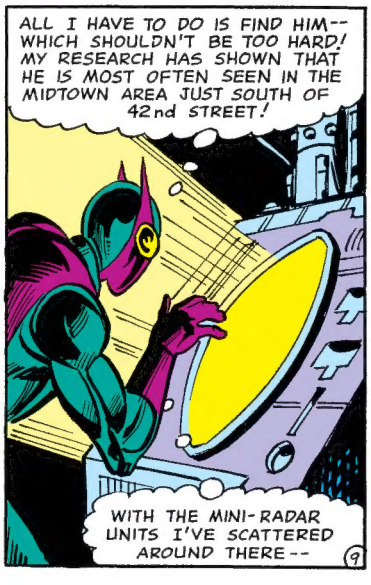

FANTASTIC! THE MICROMOTORS WHICH POWER MY NEW WINGS GIVE ME THE SPEED OF A SMALL PLANE!
AND WITH THE NEW MAGNANIUM BODY ARMOR I'M WEARING, I CAN LITERALLY BECOME A HUMAN PROJECTILE!
KLA-BOOM

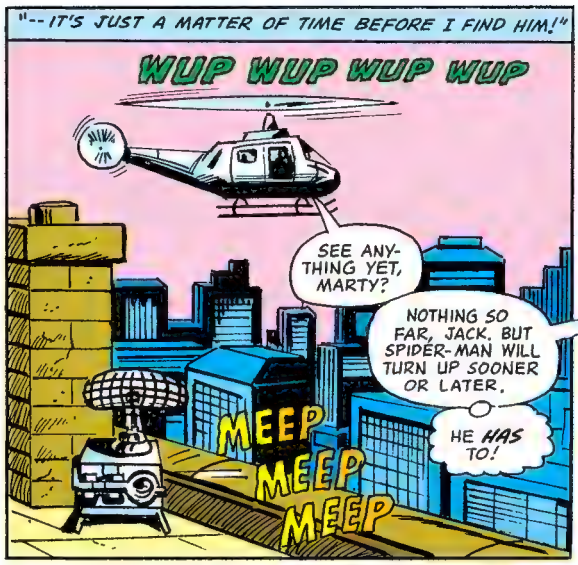

EVERYTHING HAS MET OR EXCEDED MY EXPECTATIONS-- RIGHT DOWN TO THE MICROCIRCUITS WHICH AUTOMATICALLY RETRACT MY WINGS AS I LAND!
PING
PING
PING
AH, I FINISHED JUST IN TIME! THERE'S THE SIGNAL! MY DATA HAS BEEN FULLY ANALYZED...


THIS THIN MAGNETIC MEMORY WAFER IS PROGRAMMED WITH A DETAILED ANALYSIS OF SPIDER-MAN'S FIGHTING PROWESS!
EVERY MANEUVER HE MAKES IN COMBAT HAS BEEN BROKEN DOWN INTO A SERIES OF ANALYTIC CODES...


BY PLUGGING THE WAFER INTO MY SUIT'S MINI-COMPUTER, I'LL BE ABLE TO ANTICIPATE AND COUNTER EVERY MOVE SPIDER-MAN MAKES!
OF ALL THE MEN WHO HAVE EVER OPPOSED ME, SPIDER-MAN HAS ALWAYS BEEN THE MOST MYSTERIOUS... THE MOST UNPREDICTABLE!

ONCE I DEFEAT HIM, I'LL HAVE THE RESPECT WHICH IS RIGHTFULLY MINE!
I WANT SPIDER-MAN! ALIVE OR DEAD...HE'S MINE!

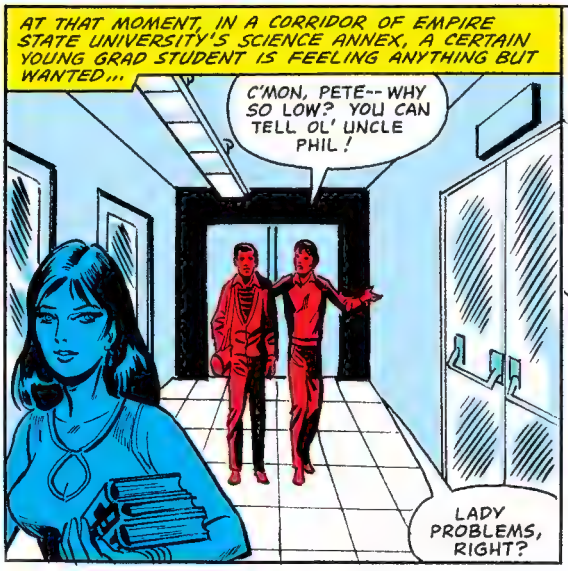

ALL I HAVE TO DO IS FIND HIM-- WHICH SHOULDN'T BE TOO HARD! MY RESEARCH HAS SHOWN THAT HE IS MOST OFTEN SEEN IN THE MIDTOWN AREA JUST SOUTH OF 42nd STREET!
WITH THE MINI-RADAR UNITS I'VE SCATTERED AROUND THERE--

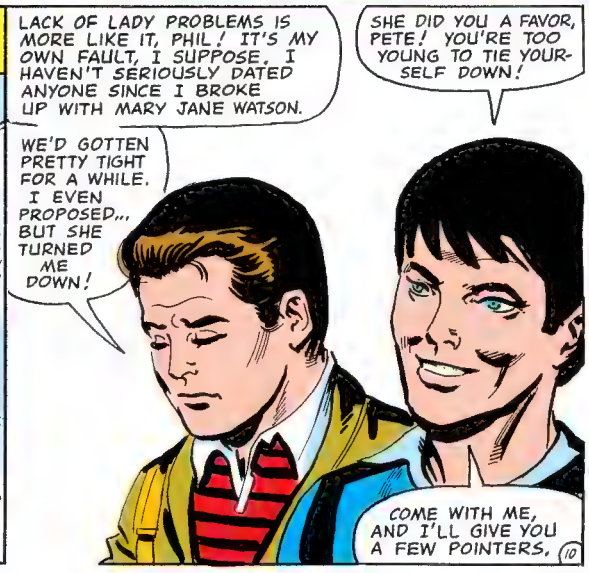

"-- IT'S JUST A MATTER OF TIME BEFORE I FIND HIM!"
WUP WUP WUP WUP
SEE ANYTHING YET, MARTY?
NOTHING SO FAR, JACK. BUT SPIDER-MAN WILL TURN UP SOONER OR LATER.
HE HAS TO!
MEEP MEEP MEEP

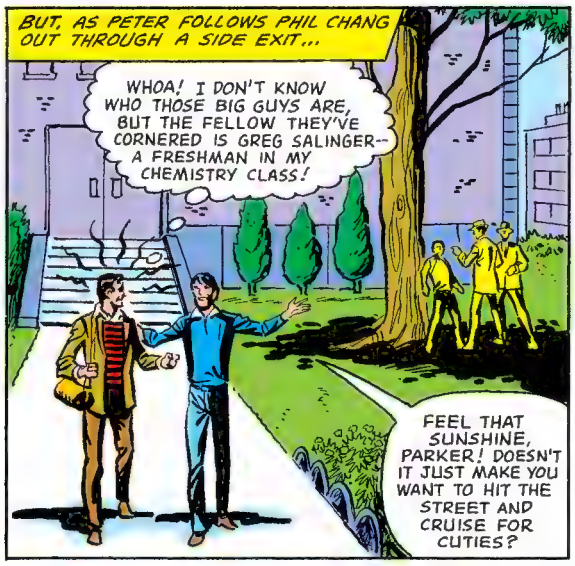
I WISH I COULD BE AS CONFIDENT AS YOU! THIS IS THE MOST HAIRBRAINED ASSIGNMENT I WAS EVER ON!
I DON'T KNOW WHY I LET YOU TALK ME INTO IT, YA CRAZY GORILLA!

JACK... HOW LONG HAVE WE KNOWN EACH OTHER?
A COUPLE OF MONTHS, I GUESS!
THEN DO ME A FAVOR AND PUT THAT CAMERA DOWN A MINUTE.
HUH? SURE... BUT WHY?
BECAUSE IT'S VERY EXPENSIVE AND I DON'T WANT YOU TO DROP IT.

NOW... DON'T EVER CALL ME A CRAZY GORILLA AGAIN! UNDERSTAND?
Y-YEAH.
GOOD! ARNIE, KEEP CIRCLING THE AREA! WE'RE GOING TO FIND SPIDER-MAN!
WHATEVER YOU SAY, MAN!

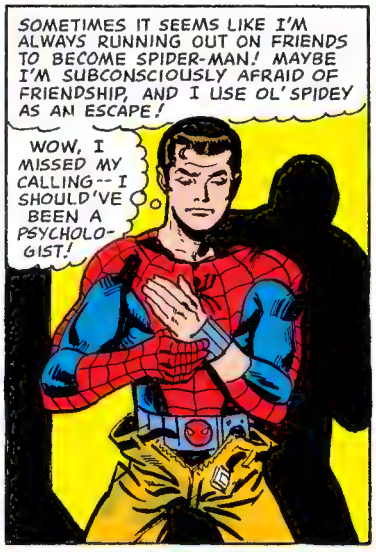

AT THAT MOMENT, IN A CORRIDOR OF EMPIRE STATE UNIVERSITY'S SCIENCE ANNEX, A CERTAIN YOUNG GRAD STUDENT IS FEELING ANYTHING BUT WANTED...
C'MON, PETE-- WHY SO LOW? YOU CAN TELL OL' UNCLE PHIL!
LADY PROBLEMS, RIGHT?


LACK OF LADY PROBLEMS IS MORE LIKE IT, PHIL! IT'S MY OWN FAULT, I SUPPOSE. I HAVEN'T SERIOUSLY DATED ANYONE SINCE I BROKE UP WITH MARY JANE WATSON.
SHE DID YOU A FAVOR, PETE! YOU'RE TOO YOUNG TO TIE YOURSELF DOWN!
WE'D GOTTEN PRETTY TIGHT FOR A WHILE. I EVEN PROPOSED... BUT SHE TURNED ME DOWN!
COME WITH ME, AND I'LL GIVE YOU A FEW POINTERS.

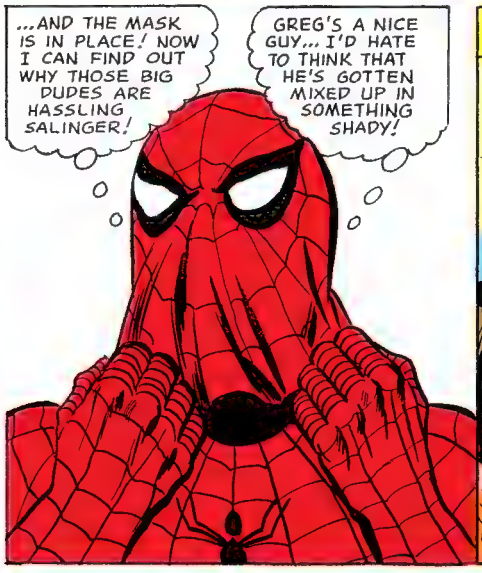

BUT, AS PETER FOLLOWS PHIL CHANG OUT THROUGH A SIDE EXIT...
WHOA! I DON'T KNOW WHO THOSE BIG GUYS ARE, BUT THE FELLOW THEY'VE CORNERED IS GREG SALINGER-- A FRESHMAN IN MY CHEMISTRY CLASS!
FEEL THAT SUNSHINE, PARKER! DOESN'T IT JUST MAKE YOU WANT TO HIT THE STREET AND CRUISE FOR CUTIES?

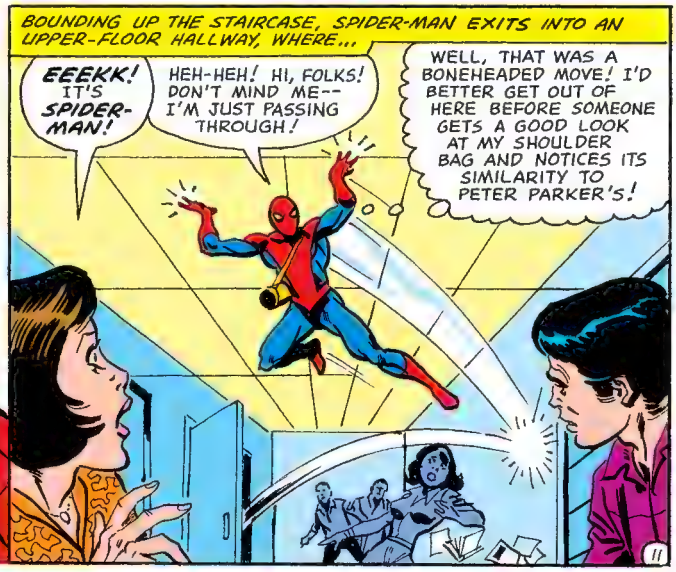
UH... YEAH!
SURE.
MAYBE SOME OTHER TIME!
I JUST REMEMBERED SOMETHING! SEE YA!
WHAT? BUT, PETE--!
WHAT'S HIS PROBLEM? IS HE AFRAID OF WOMEN?

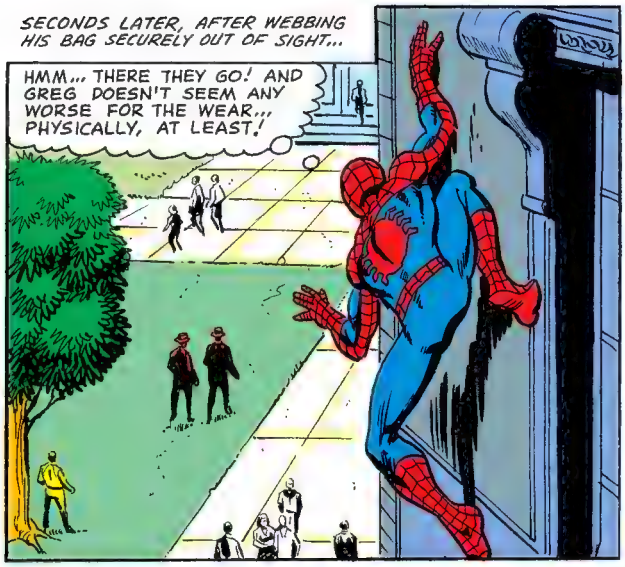
DASHING BACK INTO THE BUILDING, PETER TAKES A QUICK TURN INTO A LITTLE USED STAIRWELL...
I HATED TO RUN OUT ON PHIL LIKE THAT, BUT IT COULDN'T BE HELPED!


SOMETIMES IT SEEMS LIKE I'M ALWAYS RUNNING OUT ON FRIENDS TO BECOME SPIDER-MAN! MAYBE I'M SUBCONSCIOUSLY AFRAID OF FRIENDSHIP, AND I USE OL' SPIDEY AS AN ESCAPE!
WOW, I MISSED MY CALLING-- I SHOULD'VE BEEN A PSYCHOLOGIST!

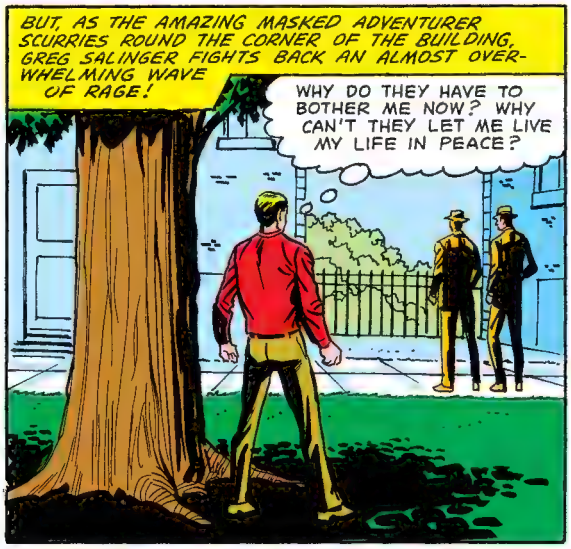
AH, WELL-- I'LL WORRY ABOUT THE STATE OF MY MIND LATER!
LET'S SEE... MY WEB-SHOOTERS ARE ALL LOADED AND READY...


...AND THE MASK IS IN PLACE! NOW I CAN FIND OUT WHY THOSE BIG DUDES ARE HASSLING SALINGER!
GREG'S A NICE GUY... I'D HATE TO THINK THAT HE'S GOTTEN MIXED UP IN SOMETHING SHADY!

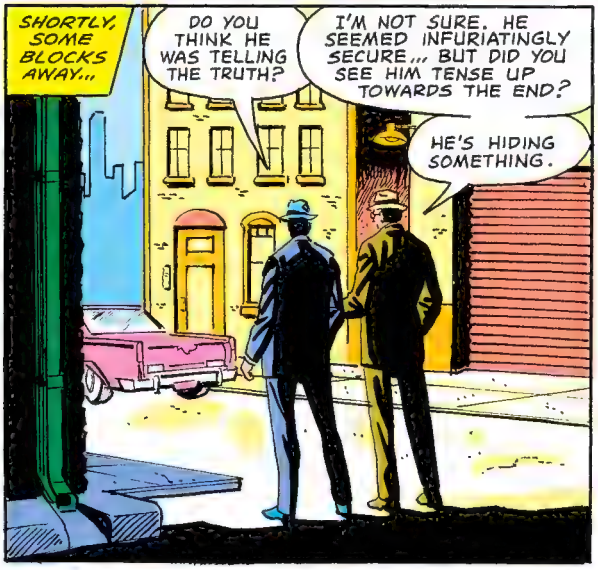

BOUNDING UP THE STAIRCASE, SPIDER-MAN EXITS INTO AN UPPER-FLOOR HALLWAY, WHERE...
EEEKK! IT'S SPIDER-MAN!
HEH-HEH! HI, FOLKS! DON'T MIND ME-- I'M JUST PASSING THROUGH!
WELL, THAT WAS A BONEHEADED MOVE! I'D BETTER GET OUT OF HERE BEFORE SOMEONE GETS A GOOD LOOK AT MY SHOULDER BAG AND NOTICES ITS SIMILARITY TO PETER PARKER'S!


SECONDS LATER, AFTER WEBBING HIS BAG SECURELY OUT OF SIGHT...
HMM... THERE THEY GO! AND GREG DOESN'T SEEM ANY WORSE FOR THE WEAR... PHYSICALLY, AT LEAST!

I'LL JUST SCOOT ON AHEAD OF HIS GRAND INQUISITORS AND SEE IF I CAN FIND OUT WHAT THEY'RE UP TO!
AFTER ALL, IT COULD BE STICKY IF I DROPPED IN ON GREG AND HAD TO EXPLAIN WHY SPIDER-MAN WAS SUDDENLY INTERESTED IN HIS WELFARE!


BUT, AS THE AMAZING MASKED ADVENTURER SCURRIES ROUND THE CORNER OF THE BUILDING, GREG SALINGER FIGHTS BACK AN ALMOST OVER-WHELMING WAVE OF RAGE!
WHY DO THEY HAVE TO BOTHER ME NOW? WHY CAN'T THEY LET ME LIVE MY LIFE IN PEACE?

THEY'LL NEVER FIND WHAT THEY'RE LOOKING FOR... IT'S RIGHT BEFORE THEIR EYES, BUT THEY COULDN'T SEE IT!
THEY'RE FOOLS... JUST LIKE ALL THE REST! BLIND, INSENSITIVE FOOLS!


SHORTLY, SOME BLOCKS AWAY...
DO YOU THINK HE WAS TELLING THE TRUTH?
I'M NOT SURE. HE SEEMED INFURIATINGLY SECURE... BUT DID YOU SEE HIM TENSE UP TOWARDS THE END?
HE'S HIDING SOMETHING.

HEY, EVERYBODY HIDES SOMETHING!
ME, I HIDE MY FACE!
BUT THEN, I ALWAYS WAS THE BASHFUL TYPE!
WHAT THE DEVIL?!

NO, NOT THE DEVIL... JUST YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN!
AND IF YOU WANT ME TO STAY FRIENDLY, YOU'LL TELL ME WHY YOU WERE HASSLING THAT COLLEGE STUDENT BACK THERE!
WHY YOU--!

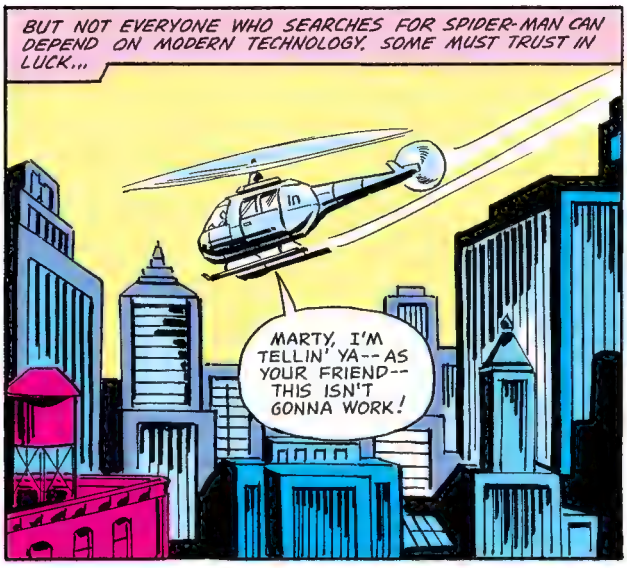
STAY COOL, SAM! I'LL HANDLE THIS!
IF YOU'RE REFERRING TO GREG SALINGER, WE WERE QUESTIONING HIM--
-- AS PART OF AN ON-GOING INVESTIGATION!
F.B.I.
U.S.A.
BERK JOHN

OOPS! FEDERAL MEN... MY ERROR!
ONE OF SALINGER'S OLD BUDDIES IS A SUSPECT IN A CRIMINAL CASE. IF YOU KNOW ANYTHING--!
SORRY, FELLAS, I CAN'T HELP YOU!

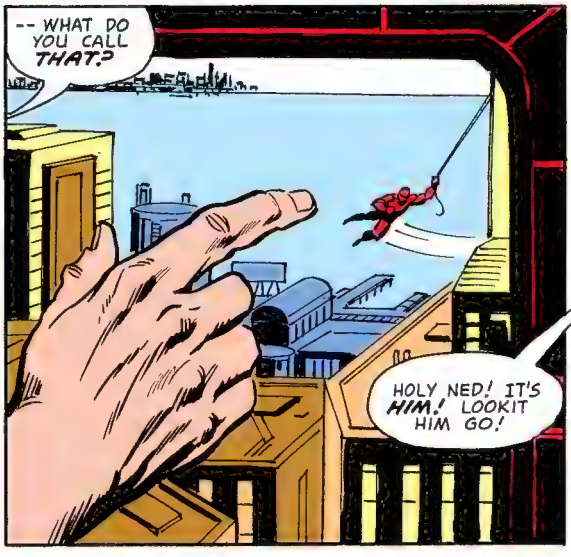
I... UH... SAW YOU TWO LOOMING OVER A SMALLER GUY AND JUMPED TO THE WRONG CONCLUSIONS!
JUST PRETEND I WASN'T HERE, OKAY?
GOOD GRIEF! H-HE CLEARED TWENTY FEET WITH THAT JUMP! AND HE WASN'T EVEN TRYING!

SHORTLY...
I REALLY PUT MY FOOT IN IT THAT TIME! BUT THOSE FEDERAL BOYS LOOKED MORE LIKE MAFIOSO THAN LAWMEN!
SO MUCH FOR CULTIVATING AN AFTERNOON OF INTRIGUE! I WONDER WHAT'S SHAKING UPTOWN?
THWIP
HOTEL PIXIE

AND ELSEWHERE...
AT LAST! MY RADAR NET IS PICKING UP A MAN-SIZED OBJECT MOVING ERRATICALLY OVER THE ROOFTOPS AT GREAT SPEED! IT COULD ONLY BE SPIDER-MAN!

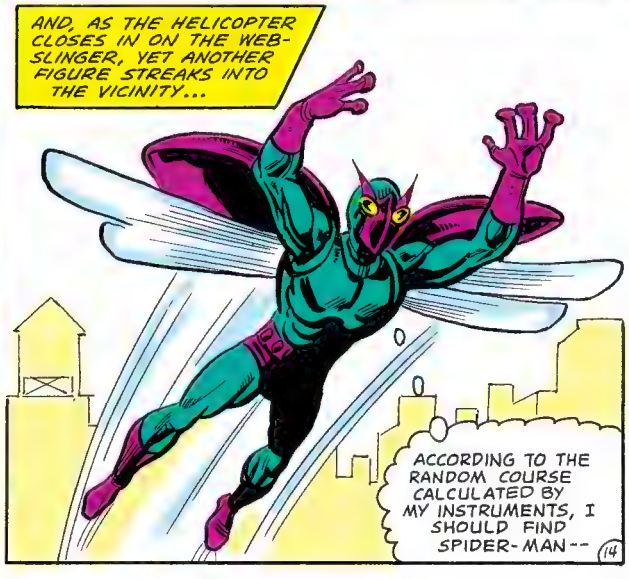

BUT NOT EVERYONE WHO SEARCHES FOR SPIDER-MAN CAN DEPEND ON MODERN TECHNOLOGY. SOME MUST TRUST IN LUCK...
MARTY, I'M TELLIN' YA--AS YOUR FRIEND--THIS ISN'T GONNA WORK!

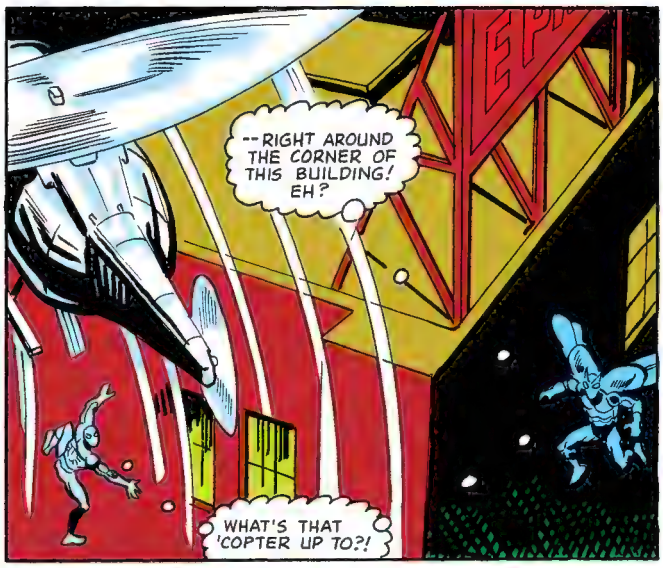
ARNIE'S BEEN FLYIN' US AROUND ALL AFTERNOON! FACE FACTS, WE'RE JUST GONNA HAVE TO FIGURE OUT ANOTHER WAY TO FIND SPIDER-MAN!
OH, YEAH? WELL--


-- WHAT DO YOU CALL THAT?
HOLY NED! IT'S HIM! LOOKIT HIM GO!

TURN THIS EGG-BEATER AROUND, ARNIE! WE DON'T WANNA LOSE HIM NOW!
BUT AS THE CHOPPER PILOT OBEDIENTLY TURNS HIS CRAFT, NEITHER HE NOR THE CAMERAMAN NOTICE AS MARTIN BLANK FURTIVELY TEARS INTO A BATTERED OLD CARDBOARD BOX!

WHILE, BELOW...
THE SKIES ARE GETTING CROWDED TODAY. I WONDER WHY THAT 'COPTER JOCKEY IS FLYING SO LOW?


AND, AS THE HELICOPTER CLOSES IN ON THE WEB-SLINGER, YET ANOTHER FIGURE STREAKS INTO THE VICINITY...
ACCORDING TO THE RANDOM COURSE CALCULATED BY MY INSTRUMENTS, I SHOULD FIND SPIDER-MAN--


--RIGHT AROUND THE CORNER OF THIS BUILDING! EH?
WHAT'S THAT 'COPTER UP TO?!

I'M GETTING SOME GREAT FOOTAGE, MARTY! I JUST WISH SPIDER-MAN WOULD GIVE US A LITTLE MORE ACTION!
DON'T WORRY, JACK. I'LL GET YOU ACTION!

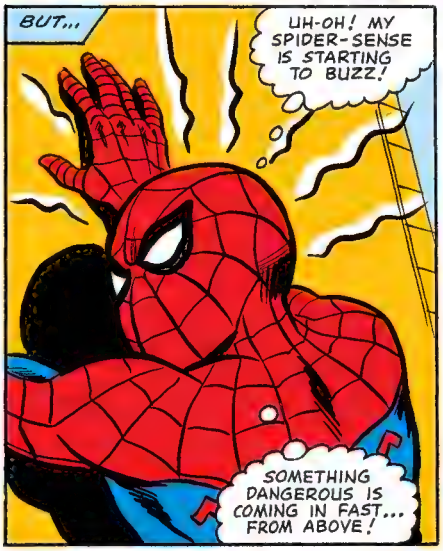
OH? AND HOW ARE YOU GONNA DO...
...THAT?
UH, MARTY... OL' MAN... UH... WHAT'S WITH THE... THE...

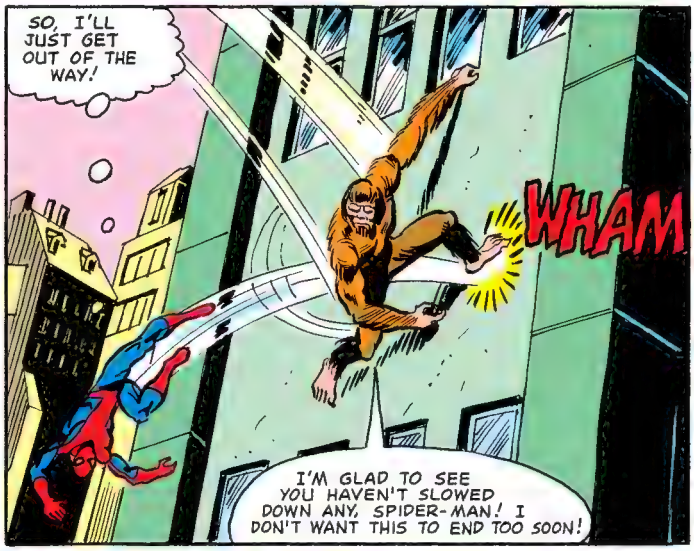
GORILLA SUIT? IS THAT WHAT YOU WERE ABOUT TO SAY, JACK?
N-N-NO, MARTY! N-NEVER FOR AN INSTANT! I WAS GONNA SAY "WOOKIE SUIT"!
YOU KNOW... LIKE IN... STAR WARS?

YOU'RE A BAD LIAR, JACK!
MARTY, LISTEN... PLEASE! I'M SORRY I INSULTED YOU BEFORE!
I'M YOUR BUDDY, YA KNOW? AND I'LL ADMIT I WAS WRONG! YOUR PLAN WORKED PERFECTLY!
NOW... WHAT'S WITH THE SUIT? HUH?

IT'S LIKE YOU SAID, JACK-- MY PLAN WORKED PERFECTLY! I DIDN'T VOLUNTEER FOR THIS ASSIGNMENT JUST FOR THE MONEY!
I WAS ALMOST SOMEBODY ONCE, JACK! ME! UGLY OLD MARTIN BLANK! I FOUGHT SPIDER-MAN BEFORE-- AND I ALMOST WON!
SO, IF YOU WANT ACTION, YOU'D BETTER KEEP THAT CAMERA ROLLING--

--BECAUSE THE GIBBON LIVES AGAIN!

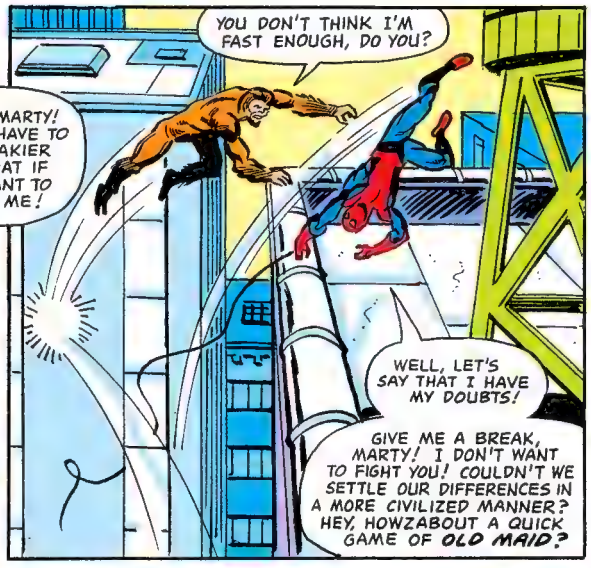

BUT...
UH-OH! MY SPIDER-SENSE IS STARTING TO BUZZ!
SOMETHING DANGEROUS IS COMING IN FAST... FROM ABOVE!

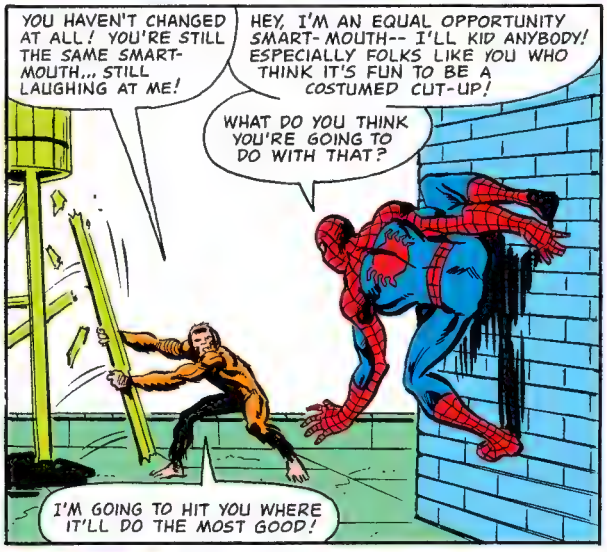

SO, I'LL JUST GET OUT OF THE WAY!
WHAM
I'M GLAD TO SEE YOU HAVEN'T SLOWED DOWN ANY, SPIDER-MAN! I DON'T WANT THIS TO END TOO SOON!

WHO--?
WELL, WOBBLE MY WEBS AND CALL MY SHAKEY-- IT'S MARTIN BLANK!
THE LAST TIME I SAW YOU, YOU WERE IN A HOSPITAL BED! * WHAT'VE YOU BEEN UP TO-- BESIDES RECUPERATING?
BIDING MY TIME-- AND WAITING!
*AMAZING SPIDER-MAN #112.-- T.

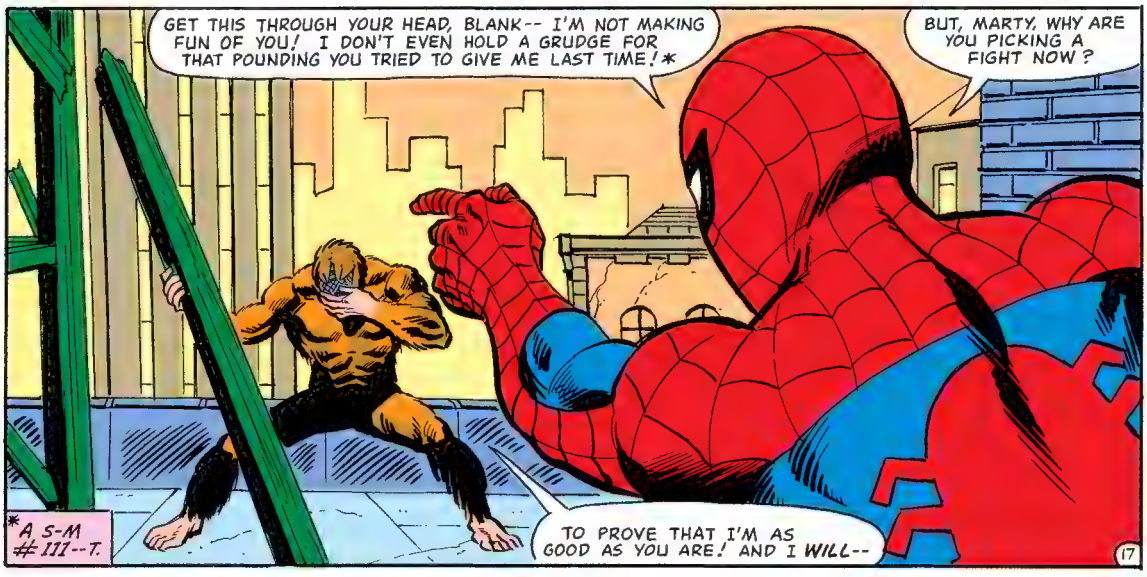
WAITING FOR THE CHANCE TO TEACH YOU A LESSON!

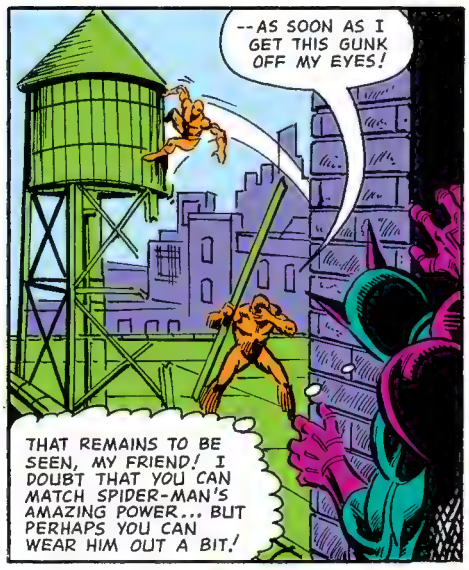
OH, YEAH? YOU AND WHAT SCHOOL SYSTEM?
SORRY, MARTY! YOU'LL HAVE TO BE SNEAKIER THAN THAT IF YOU WANT TO CATCH ME!
HEY?


YOU DON'T THINK I'M FAST ENOUGH, DO YOU?
WELL, LET'S SAY THAT I HAVE MY DOUBTS!
GIVE ME A BREAK, MARTY! I DON'T WANT TO FIGHT YOU! COULDN'T WE SETTLE OUR DIFFERENCES IN A MORE CIVILIZED MANNER? HEY, HOWZABOUT A QUICK GAME OF OLD MAID?

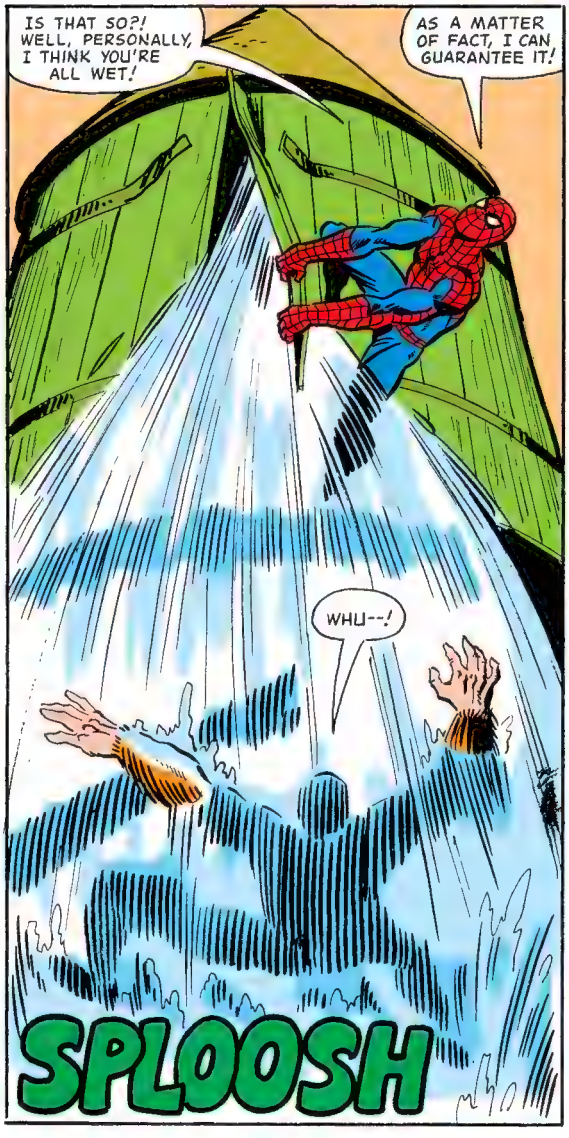

YOU HAVEN'T CHANGED AT ALL! YOU'RE STILL THE SAME SMART-MOUTH... STILL LAUGHING AT ME!
HEY, I'M AN EQUAL OPPORTUNITY SMART-MOUTH-- I'LL KID ANYBODY! ESPECIALLY FOLKS LIKE YOU WHO THINK IT'S FUN TO BE A COSTUMED CUT-UP!
WHAT DO YOU THINK YOU'RE GOING TO DO WITH THAT?
I'M GOING TO HIT YOU WHERE IT'LL DO THE MOST GOOD!

THWAK
WELL, IF YOU'RE GOING TO BE THAT WAY--!


GET THIS THROUGH YOUR HEAD, BLANK-- I'M NOT MAKING FUN OF YOU! I DON'T EVEN HOLD A GRUDGE FOR THAT POUNDING YOU TRIED TO GIVE ME LAST TIME!*
BUT, MARTY, WHY ARE YOU PICKING A FIGHT NOW?
TO PROVE THAT I'M AS GOOD AS YOU ARE! AND I WILL--
*A S-M #111--T.


--AS SOON AS I GET THIS GUNK OFF MY EYES!
THAT REMAINS TO BE SEEN, MY FRIEND! I DOUBT THAT YOU CAN MATCH SPIDER-MAN'S AMAZING POWER... BUT PERHAPS YOU CAN WEAR HIM OUT A BIT!

YOO-HOO, GIBBON! HERE I AM! IT'S A GOOD THING THAT YOUR FURRY LITTLE HAT ISN'T AS TOUGH AS THE WEBBING THAT WAS STUCK TO IT! OTHERWISE, YOU'D NEVER HAVE RIPPED YOUR BLINDERS LOOSE SO SOON!
JUMPING UP THERE WON'T STOP ME FROM TRASHING YOU!


IS THAT SO?! WELL, PERSONALLY, I THINK YOU'RE ALL WET!
AS A MATTER OF FACT, I CAN GUARANTEE IT!
WHU--!
SPLOOSH

KOFF KOFF
ARE YOU READY TO LISTEN TO REASON, MARTY?
YOU... YOU BLASTED--! DID YOU THINK YOU COULD STOP ME THAT EASILY?
WELL, I HAD HOPES!
WISE UP, GIBBON!

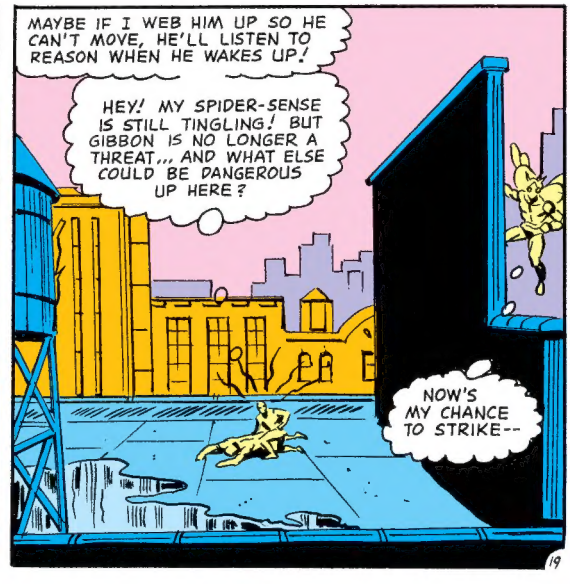
THIS ISN'T SOME OLD B-MOVIE WESTERN! YOU DON'T GET TO BE TOP GUN BY BEATING ME!
SMEK

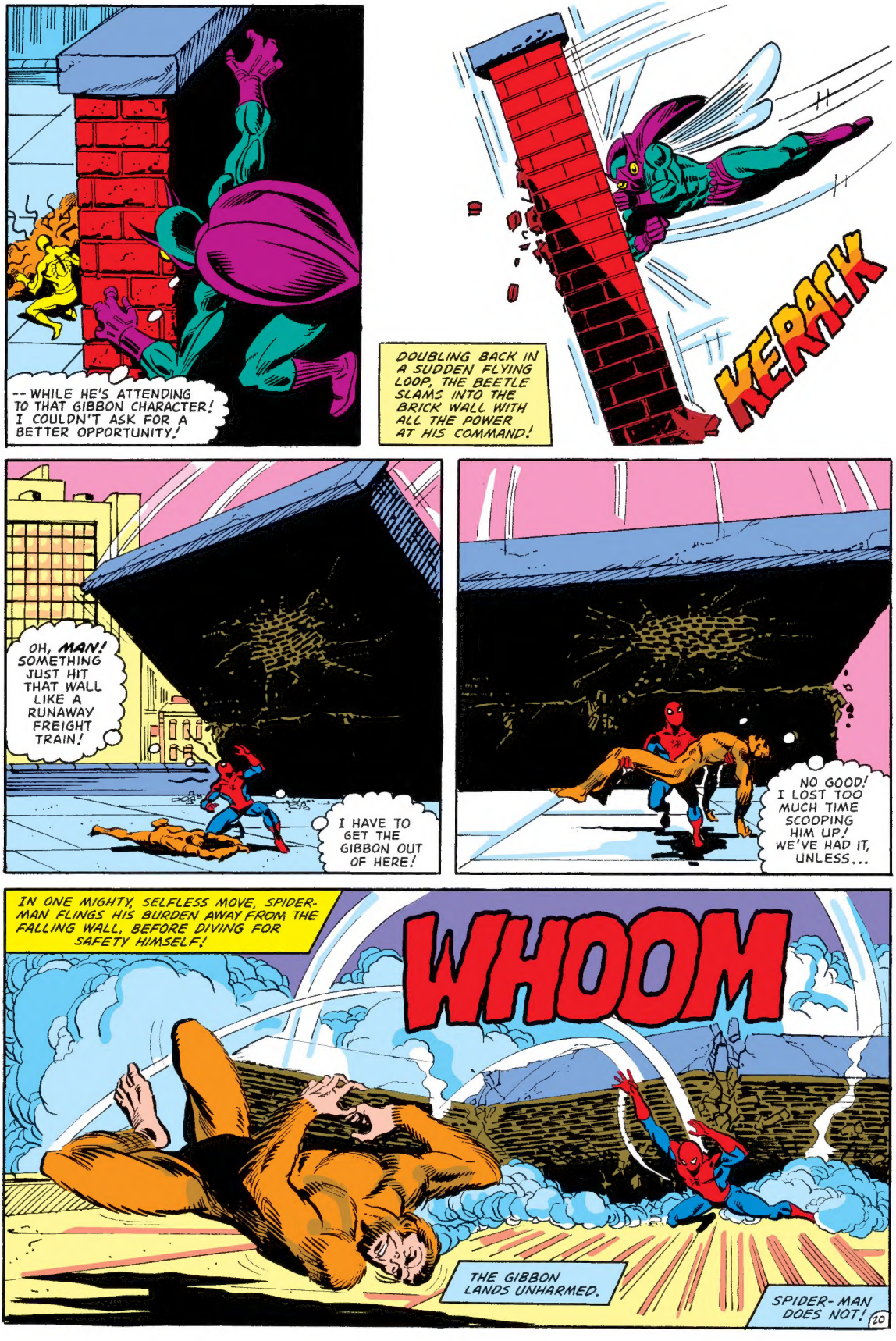
ALL YOU'RE PROVING BY PICKING A FIGHT IS THAT YOU CAN TAKE A FEW PUNCHES AND DISH A FEW OUT! IT DOESN'T MEAN THAT YOU'RE A BETTER MAN!
THAK

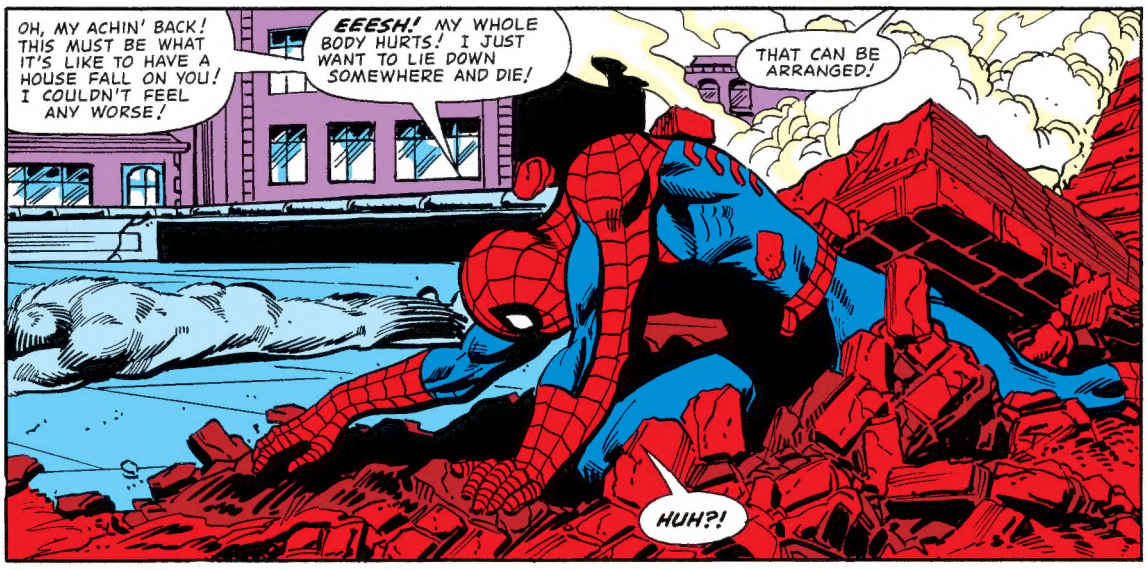
YOU'RE NOT GOING TO LISTEN, ARE YOU?
ALL RIGHT... IF THIS IS THE WAY IT HAS TO BE--!

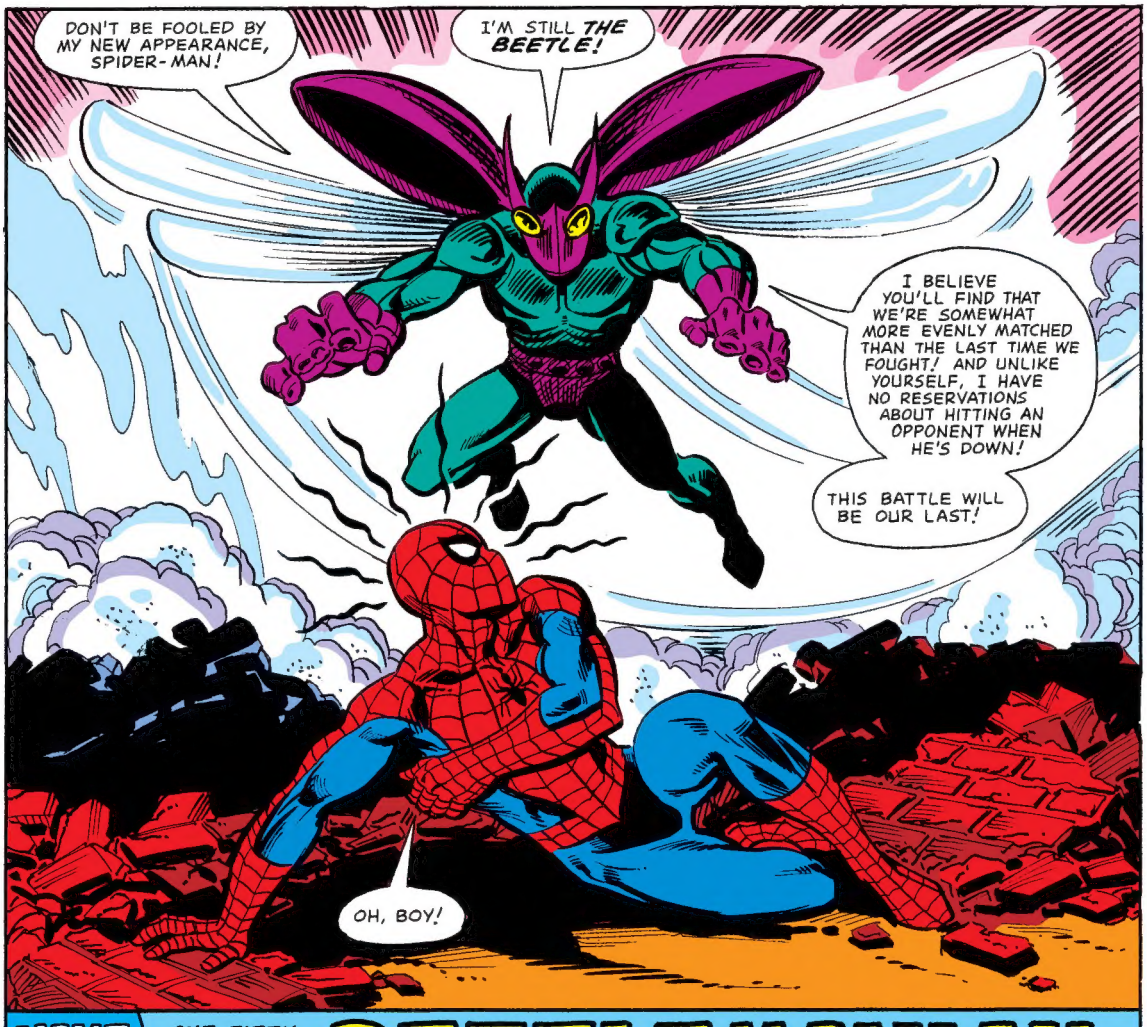
SMAK
WHOA! HE WENT DOWN LIKE A HOUSE OF CARDS IN A STRONG WIND! I HOPE I PULLED MY PUNCH ENOUGH-- I DIDN'T WANT TO HURT THE GUY!

NO, HE'S JUST OUT COLD! THAT'S A RELIEF!
HE'S NOT REALLY A BAD SORT. HE'S JUST MIXED UP... AND I KNOW WHAT THAT'S LIKE!


MAYBE IF I WEB HIM UP SO HE CAN'T MOVE, HE'LL LISTEN TO REASON WHEN HE WAKES UP!
HEY! MY SPIDER-SENSE IS STILL TINGLING! BUT GIBBON IS NO LONGER A THREAT... AND WHAT ELSE COULD BE DANGEROUS UP HERE?
NOW'S MY CHANCE TO STRIKE--


-- WHILE HE'S ATTENDING TO THAT GIBBON CHARACTER! I COULDN'T ASK FOR A BETTER OPPORTUNITY!
DOUBLING BACK IN A SUDDEN FLYING LOOP, THE BEETLE SLAMS INTO THE BRICK WALL WITH ALL THE POWER AT HIS COMMAND!
KERACK
OH, MAN! SOMETHING JUST HIT THAT WALL LIKE A RUNAWAY FREIGHT TRAIN!
I HAVE TO GET THE GIBBON OUT OF HERE!
NO GOOD! I LOST TOO MUCH TIME SCOOPING HIM UP! WE'VE HAD IT, UNLESS...
IN ONE MIGHTY, SELFLESS MOVE, SPIDER-MAN FLINGS HIS BURDEN AWAY FROM THE FALLING WALL, BEFORE DIVING FOR SAFETY HIMSELF!
WHOOM
THE GIBBON LANDS UNHARMED.
SPIDER-MAN DOES NOT!





NEXT ISSUE

OUR FIFTH ANNIVERSARY EXTRAVAGANZA

BEETLEMANIA!!

SPECTACULAR SPIDER-MAIL

c/o MARVEL COMICS GROUP
575 Madison Avenue
New York, New York 10022

TOM DeFALCO
EDITOR
MARK GRUENWALD
ASSISTANT EDITOR

A WEB-STAINED WORD FROM THE NEW EDITOR

Greetings, True Believer! I'm Tom DeFalco, and you might have heard of me if you happened to catch my all-too-brief scripting stints on such Marvel mags as DAZZLER, MACHINE MAN, MARVEL TEAM-UP, and MARVEL TWO-IN-ONE. Well, I've been lured away from the frolicking freelancer's life by an offer too good to refuse — that of becoming the newest editor in *MIGHTY MARVEL's* star-studded stable. Into my eager hands has passed the choicest of assignments, the editorship of all *four* of the Spider-Man titles — AMAZING SPIDER-MAN, SPECTACULAR SPIDER-MAN, MARVEL TEAM-UP, and MARVEL TALES. That's right, at long last all of the spider-books are united under a single guiding hand! In the days to come to you will notice a greater coordination among the spider-titles than has ever been seen before. Each month the creative teams on these features will be assembling with me to coordinate characters, compare notes, and chart exciting new directions. In other words, friends, you ain't seen nothin' yet! Stick with me and my ace assistant Mark G., as we take the most amazing super hero of all to new heights of *Marvel Magnificence!*

Keep The Faith
Tom D.

Dear Roger, Jim, and Jim:

Re: SPECTACULAR SPIDER-MAN #56...

Cover: Beautiful! Keep Frank Miller doing Spider-Man covers. Frank really understands how best to portray a feeling of "Spideriness".

Writing: Roger, you've outdone yourself again! From Pete's dealings with J. Jonah to Aunt May's shocker, this issue was superb. As usual, you showed it's the little things that count: the hospitalized super-villains, Pete's shock over college freshmen's abilities, Pete and Deb's quiet discussion, Marcy's de-wigging, Spidey missing the plane, Nathan Lubensky's spirit. I could go on for hours!

Art: Shooter, you never cease to surprise me. I'll admit I'm a bit in awe of my favorite *Legion* scripter (plus the fact you started at 13), but to see the high degree of layouts... I'm astounded! Nostalgia ran rampant as page after page brought back memories of Ditko's heyday and Romita's long tenure with the ol' Web-head. The fight in the dark, showing only Spider's reds, and the return of the web parachute (yay!) were especially well-liked.

Complaints: Sorry, guys, but what's a letter without complaints? Actually, there's only two. One is on relative size proportions. On page 6, panel 6, the Doctor is far too small in proportion to the guard and Jack O'Lantern. This isn't a great error but let's watch it, huh?

Second is a complaint about printing processes. The printing process is terrible on page 23. What I'm talking about is the huge red patches over the "solid" black area. (This is nothing new, but it's always bothered me.)

Well, there you have it! Just random thoughts about a book that's fast becoming a favorite. Keep up the great work!

Adam Walters
Rt. 1, Box 105
Loretto, TN 38469

Dear Roger,

Somehow, you always are able to mold the corniest and silliest villains into deadly, believable, and powerful adversaries for your heroes. You've accomplished that with Mr. Hyde and Batroc in CAPTAIN AMERICA, and with Nitro, Prowler, Smuggler, and — most recently, the dumbest creation of them all — Jack O'Lantern in SPECTACULAR SPIDER-MAN.

But this letter has naught to do with Jackie-O — it deals with the story he appeared in... specifically, the final page. The story was interesting, but the part that really struck home was the last scene with Peter and May Parker. Mrs. Parker's released rage showed just how she feels whenever her nephew plays hero and fails to help her. Both Pete and his aunt must've felt very betrayed and hurt. Aunt May's complete denial of young Peter probably cut him to the quick. Of course, Peter's reasons for not telling May his secret were valid, but that doesn't ease the pain at all. My heart goes out to them both.

Rog, after reading that stunning final sequence, I've just got one thing to say: "Stan Lee, eat your heart out!"

Stu Krull
28 Kettle Creek Road
Freehold, NJ 07728

Dear Roger, Jim, and Jim:

If I were to rate PPTSS #56 on a scale of one-to-ten, I'd have to give it a five... as in *page five!*

It's been years since Peter Parker pulled on Jonah's purse strings with such reckless abandon.

Roger, thanks for remembering the little things that made the Lee/Ditko SPIDER-MAN so memorable. I love them all.

Jeffrey Lowndes
809 Sunset Street
Scranton, PA 18509

Dear Roger,

As I was reading SPECTACULAR SPIDER-MAN #56, I noticed that the Vulture was in traction in the prison ward of Bellevue Hospital. Also, with Nitro there — still sick from that Nausea Gas he absorbed in PPTSS #55 — I have a sneaking suspicion that the Vulture and Nitro will both be back to fight Spider-Man in an upcoming issue.

Todd Jensen
15550 Ingram
Livonia, MI 48154

Could be... you'd better keep your eyes peeled!

To the Spectacular Spider-Team:

PPTSS #56 reminded me of the "old days" when Spider-Man could beat any given villain and *still* come out the loser. While I don't want Peter Parker to exist without change, stories such as this one are welcome almost any time. After all, "with great power comes great responsibility"... and often those who are most responsible also find great sorrow.

Maybe that's why we think of them as heroes.

Spider-Man should really frighten more of his foes with his "unnatural" powers. (He probably would, if he didn't crack so many jokes.)

One more thing... while I said that the story reminded me of the "old days," I should admit that I am only 22, and don't have that many days which could be considered "old." So, I want to thank my uncle, who turned me on to classics like AMAZING SPIDER-MAN ANNUAL #1 and all those stories I would otherwise have missed. (Now, how about *willing* those classics to me?)

Rick S. Jones
11292 West 17B
Argos, IN 46501

Hey, you're in good company, Rick! Roger tells us that if it weren't for an old high school buddy turning him onto the likes of Spidey and the Fantastic Four a couple of decades ago, *he* might have gone through life oblivious to those early masterpieces! (At the very least, now we know who to blame, right?)

Dear Rog,

SPECTACULAR SPIDER-MAN #56 was really great. The best part was seeing Spider-Man take care of Jack O'Lantern. It's nice to see a story like that, once in a while, to show just how strong the ol' web-slinger is!

I also think that Jack O'Lantern has the potential to become one of Marvel's top crime leaders. I'd like to see a lot more of him.

And, I like the way Peter's personal life is shaping up. When I was reading PPTSS #56, I felt like I was enjoying a SPIDER-MAN story from the days of Stan Lee! Really nice!

Keep up the good work!

Joseph Finley
51 Spring Garden Street
Riverside, NJ 08075

NEXT ISSUE: Join us for a celebration of the fifth anniversary of SPECTACULAR SPIDER-MAN, as May Parker's favorite nephew finds himself facing the decidedly dangerous threat of the Beetle! Plus a sensational bonus feature — an all-new retelling of the origin of everyone's favorite web-head! Be here for a special double-sized issue, filled to the brim with more thrills, spills, and chills than ever before! Don't miss SPECTACULAR SPIDER-MAN #60, on sale in just thirty days... give or take an hour!